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DETAILS INSIDE

PETER PARKER, THE SPECTACULAR
SPIDER-MAN

**SPECIAL
DOUBLE-SIZED
ISSUE!**

TM

APPROVED
BY THE
COMICS
CODE
AUTHORITY



Stan Lee PRESENTS: PETER PARKER, THE SPECTACULAR SPIDER-MAN IN...



"BEETLEMANIA!"

FOR THOSE OF YOU WHO CAME IN LATE: THE EVER-SPECTACULAR SPIDER-MAN HAD JUST FOUGHT OFF AN ATTACK BY THE GIBBON, WHEN A WALL WAS DROPPED ON HIM!

NOW, DAZED AND BATTERED, HE FINDS HIMSELF FACING A LIFE-OR-DEATH BATTLE WITH THE INDIVIDUAL WHO DROPPED THAT WALL... A GENTLEMAN CALLED THE BEETLE!

YOU MAY HAVE BEATEN ME BEFORE, SPIDER-MAN-- BUT THIS TIME THE ODDS ARE IN MY FAVOR! THIS TIME... I CAN'T LOSE!

THAT'S WHAT YOU THINK, BEETLE! IT'LL TAKE MORE THAN A FANCY NEW SUIT TO KNOCK THE WEBS OUT OF THIS OL' WALL-CRAWLER!

YOW! BUT THAT NEW RAY-BLASTER OF HIS JUST MIGHT DO THE TRICK! IF I CAN'T TURN THE TABLES ON HIM-- AND SOON--HE JUST MIGHT FORCE ME INTO A VERY EARLY AND PAINFUL RETIREMENT!

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AND TO THINK THAT I TALKED MY BUDDY JACK INTO FLYING OUT HERE FROM CALIFORNIA, AND TAKING A TV ASSIGNMENT TO FILM SPIDER-MAN IN ACTION--

--JUST SO I'D HAVE AN EXCUSE TO PUT ON THIS FUR SUIT AND PLAY HERO! MARTIN BLANK, YOU ARE A COMPLETE IDIOT!

BUT AT THAT MOMENT, HIGH OVERHEAD IN A CIRCLING HELICOPTER...

I TELL YA, JACK, WHEN THAT PAL OF YOURS PUT ON THE MONKEY SUIT AND PICKED A FIGHT WITH SPIDER-MAN, I THOUGHT HE WAS CRAZY!

ME, TOO, ARNIE! BUT HE REALLY KNEW WHAT HE WAS DOIN'! THE FOOTAGE I GOT OF THEIR FIGHT IS WORTH A FORTUNE!

AND I'M REALLY GETTIN' GREAT STUFF--NOW THAT THE BUG-GUY SHOWED UP. I HOPE MARTY STAYS OUTTA THE WAY, THOUGH...

"THOSE TWO LOOK LIKE THEY'RE PLAYIN' FOR KEEPS!"

YOUR FORM IS IMPROVING, BEETLE! HAVE YOU BEEN WATCHING "BOWLING FOR DOLLARS" AGAIN?

KRUNN

JOKE WHILE YOU CAN, SPIDER-MAN! SOONER OR LATER, YOU MUST ATTACK ME!

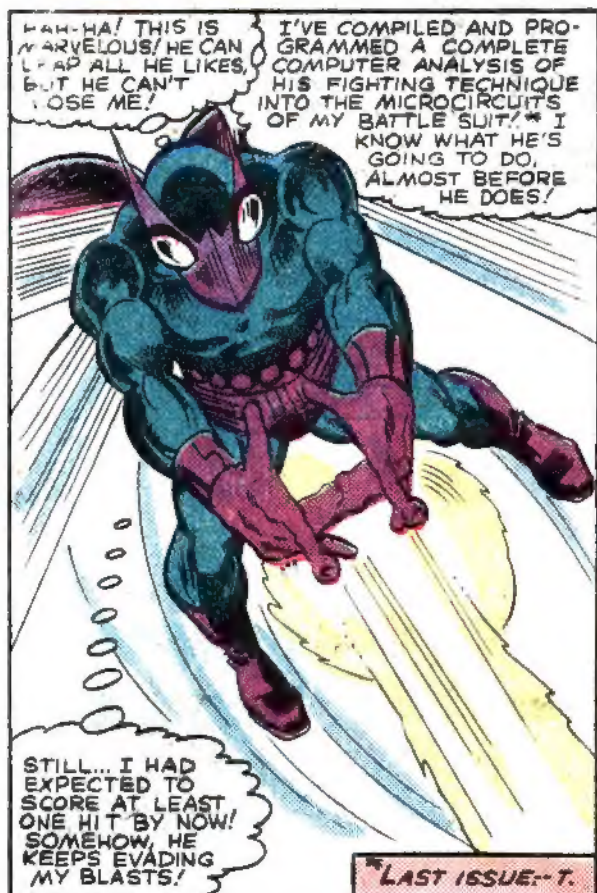
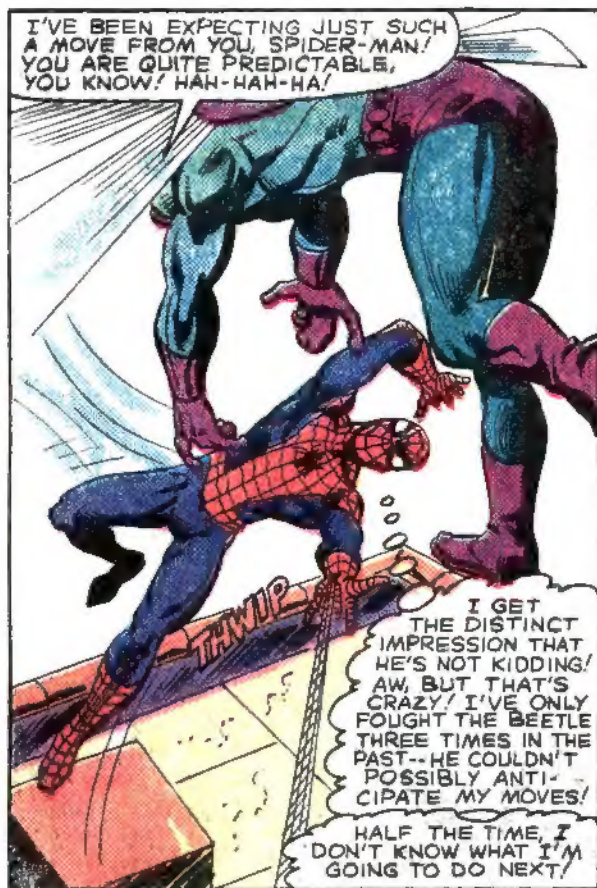
IF THAT'S NOT AN INVITATION, I DON'T KNOW WHAT IS!

OH, IT IS, INDEED!

AND WHILE SPIDER-MAN IS STILL IN MID-LEAP, THE BEETLE SUDDENLY WHEELS AROUND, LATCHING ONTO THE WEB-SPINNER WITH HIS SUCTION GRIPPERS AND...

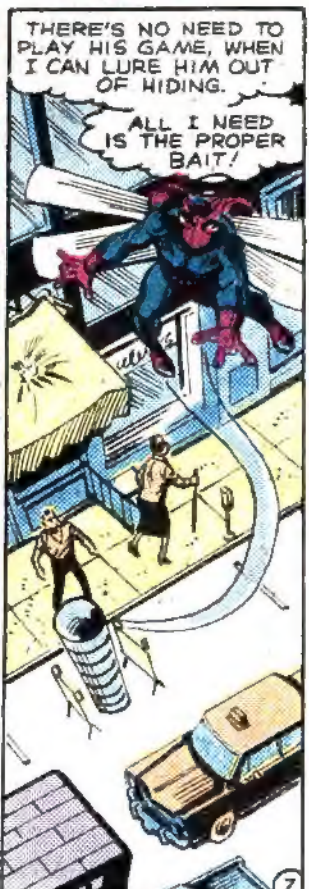
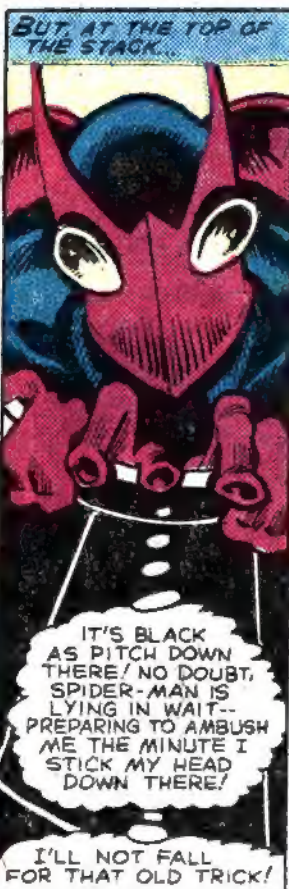
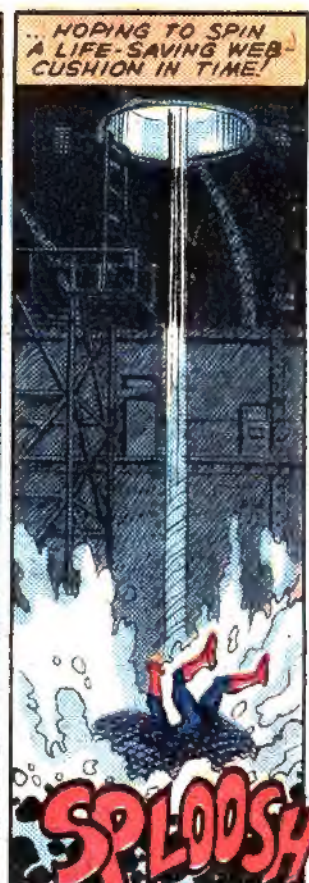
KRUNG

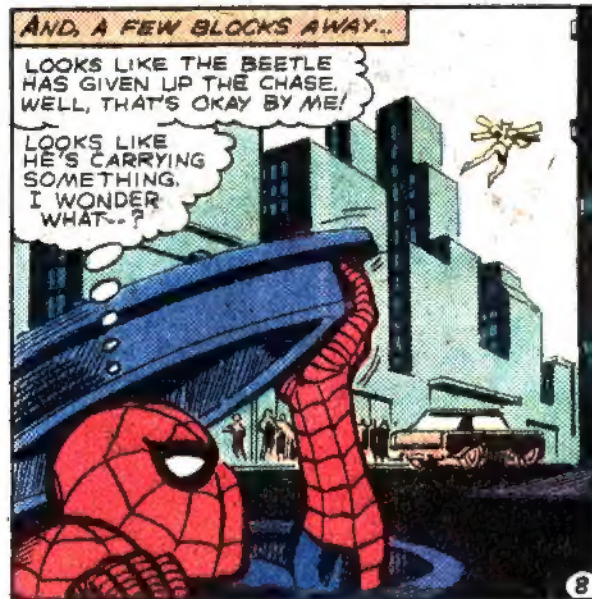
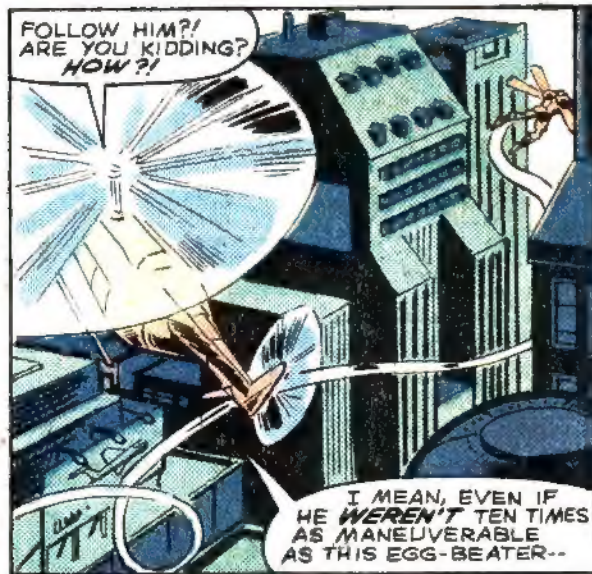
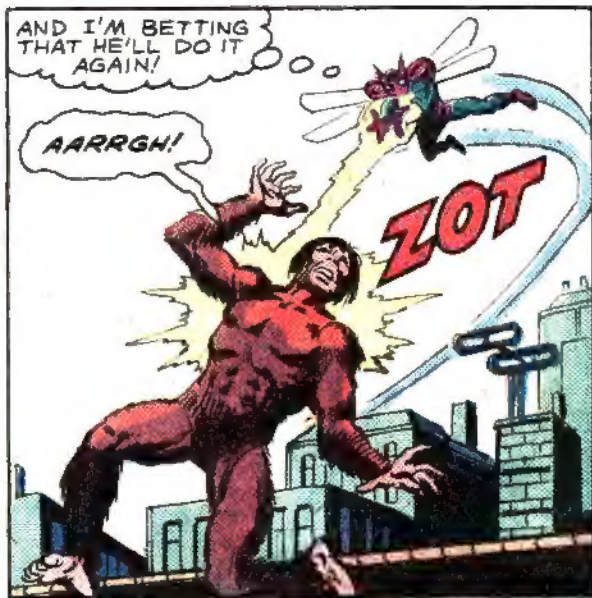
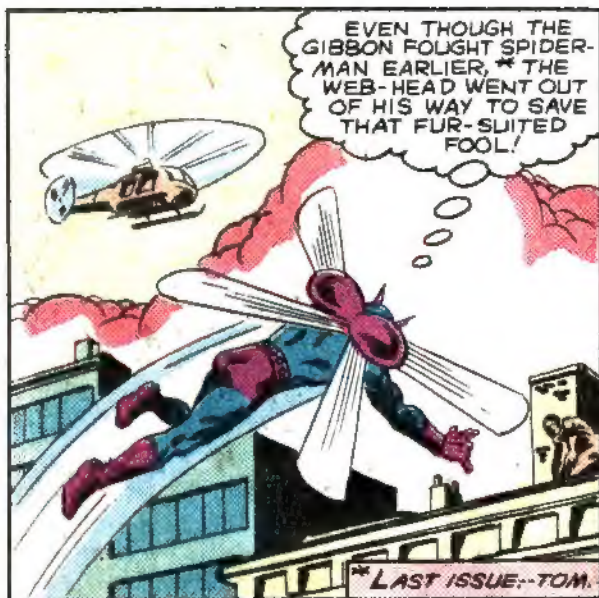
HEY!













OH, MY HEAVENS! GET BACK, BRUNO! IT'S THAT AWFUL SPIDER-MAN PERSON!

OH, GREAT!

YAP YAP YAP

DON'T WORRY, LADY--I WON'T BOTHER YOU OR YOUR DOG! I KNOW WHEN I'M NOT WANTED!

MY ARMS HURT TOO MUCH FOR WEB-SWINGING ANYWAY! AW, I DON'T BELIEVE IT... THERE GOES MY SPIDER-SENSE AGAIN!

LET'S SEE... I'VE BEEN ATTACKED BY THE GIBBON AND THE BEETLE... TOOK A TEN-STORY SWAN DIVE INTO A SEWER... AND BEEN INSULTED BY A FAT LADY! WHAT MORE CAN HAPPEN?

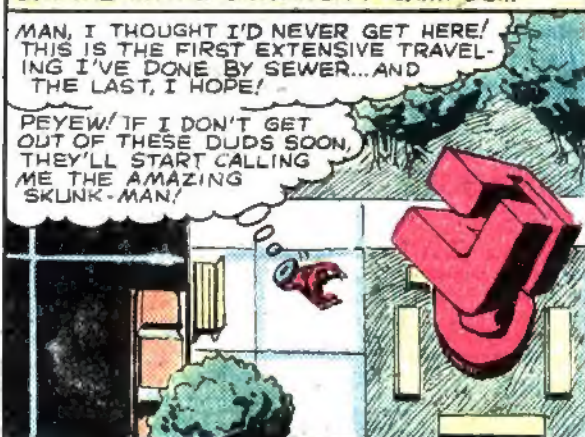


CLUNK

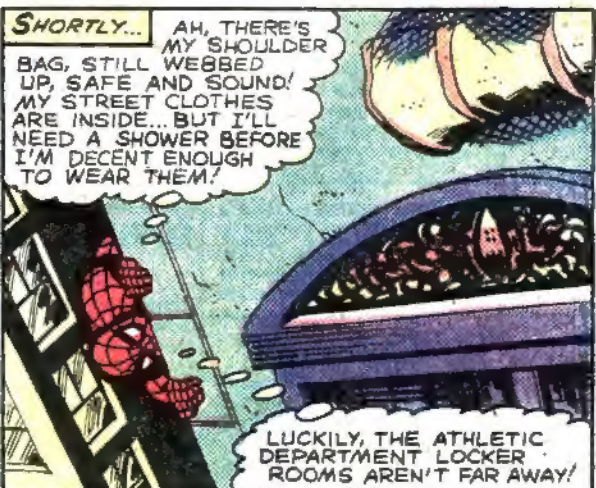
SOMETIME LATER, ON THE EDGE OF THE EMPIRE STATE UNIVERSITY CAMPUS...

MAN, I THOUGHT I'D NEVER GET HERE! THIS IS THE FIRST EXTENSIVE TRAVELING I'VE DONE BY SEWER... AND THE LAST, I HOPE!

PEYEW! IF I DON'T GET OUT OF THESE DUDS SOON, THEY'LL START CALLING ME THE AMAZING SKUNK-MAN!



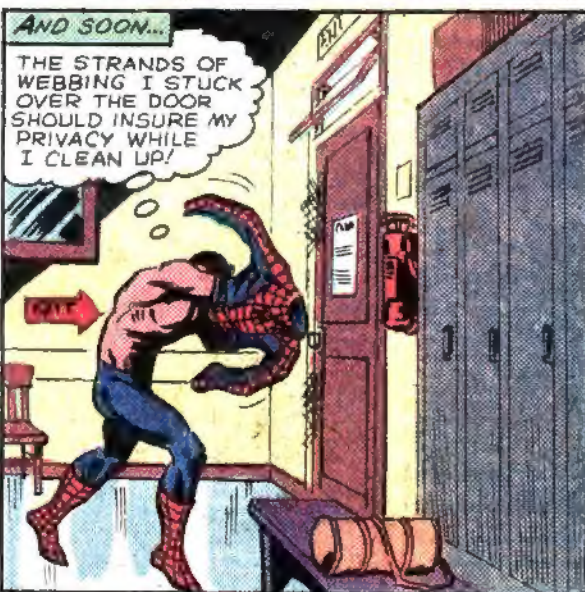
SHORTLY... AH, THERE'S MY SHOULDER BAG, STILL WEBBED UP, SAFE AND SOUND! MY STREET CLOTHES ARE INSIDE... BUT I'LL NEED A SHOWER BEFORE I'M DECENT ENOUGH TO WEAR THEM!



LUCKILY, THE ATHLETIC DEPARTMENT LOCKER ROOMS AREN'T FAR AWAY!

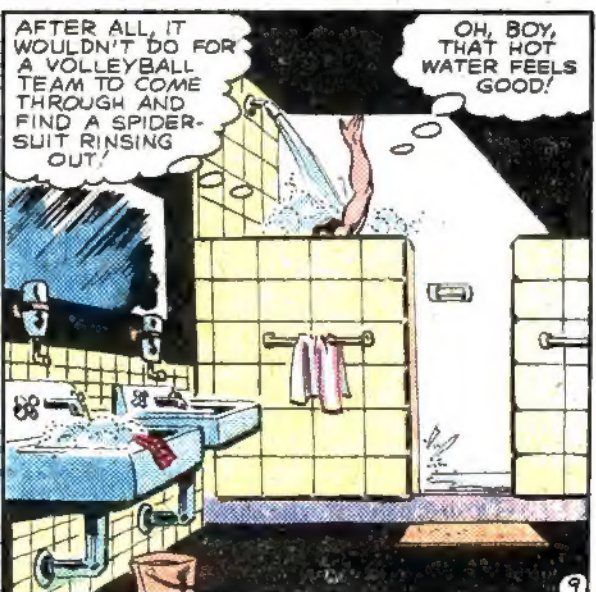
AND SOON...

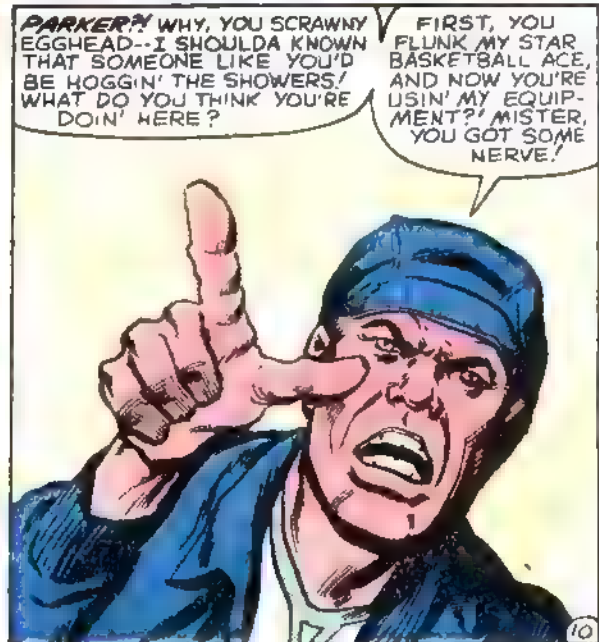
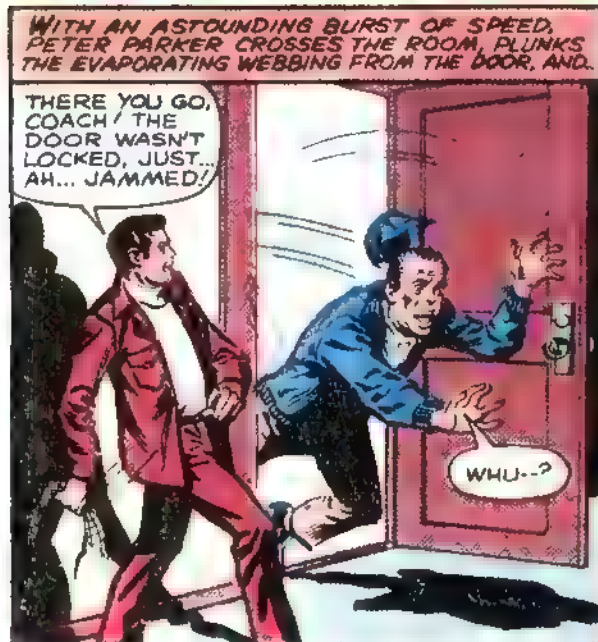
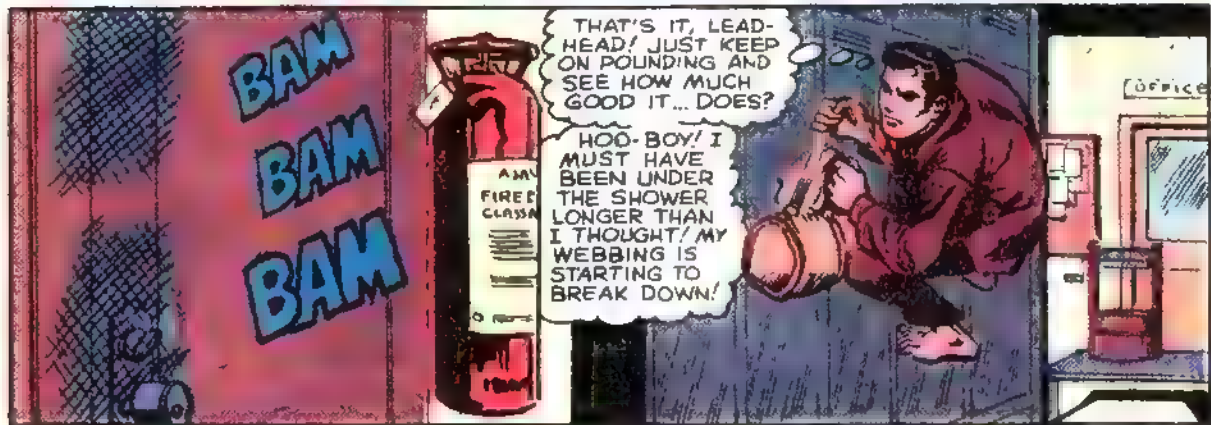
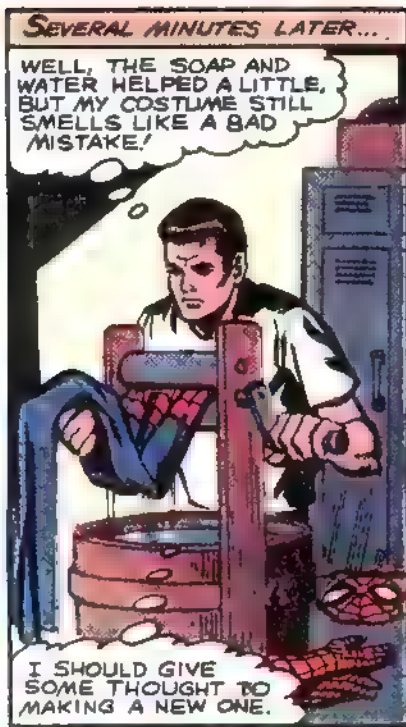
THE STRANDS OF WEBBING I STUCK OVER THE DOOR SHOULD INSURE MY PRIVACY WHILE I CLEAN UP!



AFTER ALL, IT WOULDN'T DO FOR A VOLLEYBALL TEAM TO COME THROUGH AND FIND A SPIDER-SUIT RINSING OUT!

OH, BOY, THAT HOT WATER FEELS GOOD!







LISTEN, BARNSTORM--
AS A TEACHING ASSISTANT,
IT'S MY JOB TO SEE
THAT MY STUDENTS
LEARN SOMETHING!

SOMETIMES I
HAVE TO HAND OUT
FAILING GRADES!



WHAT'S MORE, THIS IS THE
SCHOOL'S EQUIPMENT--NOT
YOURS! AND DEPARTMENT
RULES STATE THAT ALL EM-
PLOYEES ARE ENTITLED
ACCESS TO THIS PLACE!

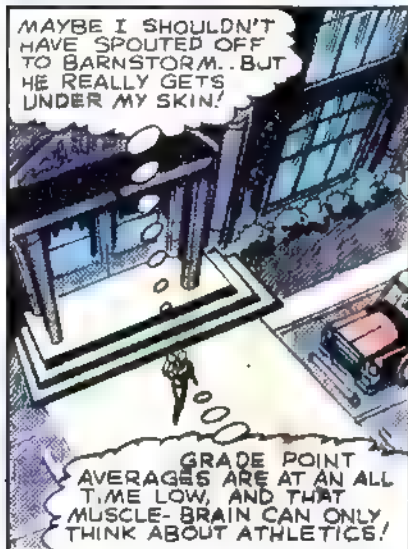
IF YOU WANT ME BARRED
FROM HERE, SPEAK TO
THE DEAN.

IN THE
MEANTIME,
GET OFF
MY BACK!



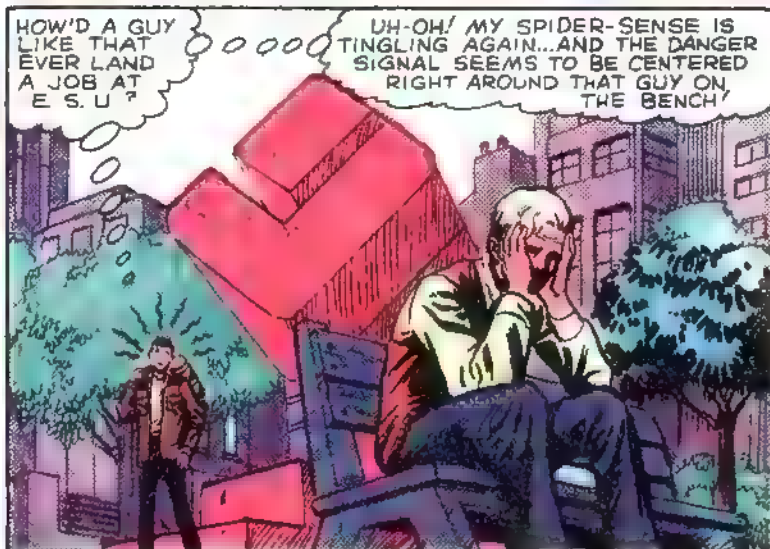
THINK YOU KNOW IT ALL,
DON'T YA? WELL, JUST
REMEMBER THIS, PARKER--

—YOU'RE ON
MY LIST!



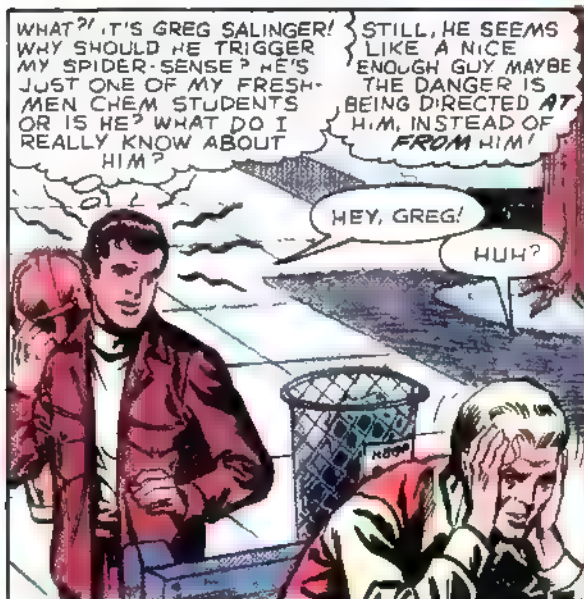
MAYBE I SHOULDN'T
HAVE SPOUTED OFF
TO BARNSTORM.. BUT
HE REALLY GETS
UNDER MY SKIN!

GRADE POINT
AVERAGES ARE AT AN ALL
TIME LOW, AND THAT
MUSCLE-BRAIN CAN ONLY
THINK ABOUT ATHLETICS!



HOW'D A GUY
LIKE THAT
EVER LAND
A JOB AT
E.S.U.?

UH-OH! MY SPIDER-SENSE IS
TINGLING AGAIN...AND THE DANGER
SIGNAL SEEMS TO BE CENTERED
RIGHT AROUND THAT GUY ON
THE BENCH!



WHAT? IT'S GREG SALINGER!
WHY SHOULD HE TRIGGER
MY SPIDER-SENSE? HE'S
JUST ONE OF MY FRESH-
MEN CHEM STUDENTS
OR IS HE? WHAT DO I
REALLY KNOW ABOUT
HIM?

STILL, HE SEEMS
LIKE A NICE
ENOUGH GUY MAYBE
THE DANGER IS
BEING DIRECTED AT
HIM, INSTEAD OF
FROM HIM!

HEY, GREG!

HUH?



WHY SO GLUM?
I THOUGHT I
HAD A MONOPOLY
ON DARK CLOUDS
AROUND HERE!

HEY, PARKER! HOWZIT GOING?
YOU OKAY? YOU LOOK
KINDA WASTED!

I'VE HAD
BETTER DAYS
AND YOU--?

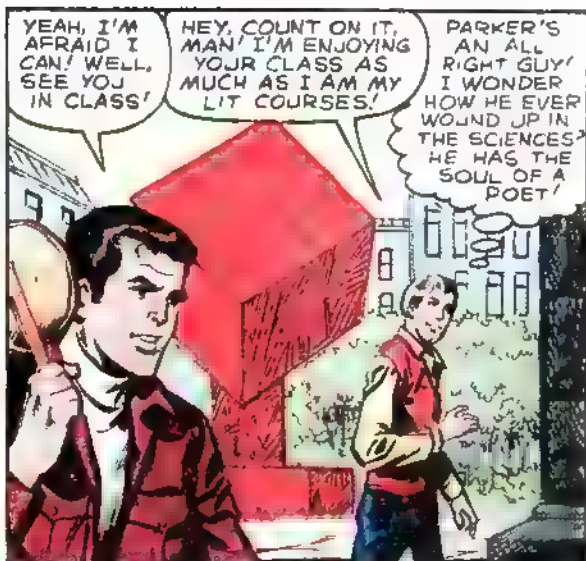
NOT TOO
BAD, JUST THE
USUAL HASSLES!
CAN I DO
SOMETHING
FOR YOU?



UH, NO, I JUST THOUGHT YOU LOOKED LIKE YOU NEEDED SOMEONE TO TALK TO

I SUPPOSE I HAVE BEEN A LITTLE DOWN TODAY. I'M STILL HAVING PROBLEMS WITH THE REGISTRAR'S OFFICE. NOW THEY'VE LOST THE PAPERWORK ON MY GRANT-IN-AID!

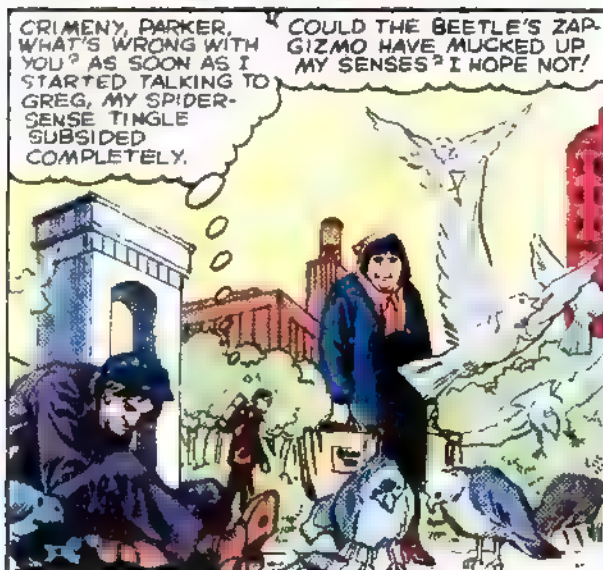
CAN YOU BELIEVE IT?!



YEAH, I'M AFRAID I CAN! WELL, SEE YOU IN CLASS!

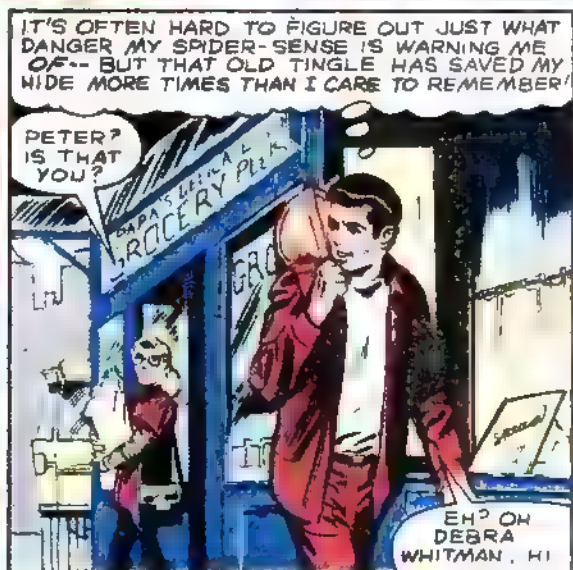
HEY, COUNT ON IT, MAN! I'M ENJOYING YOUR CLASS AS MUCH AS I AM MY LIT COURSES!

PARKER'S AN ALL RIGHT GUY! I WONDER HOW HE EVER WOUND UP IN THE SCIENCES? HE HAS THE SOUL OF A POET!



CRIMENY, PARKER, WHAT'S WRONG WITH YOU? AS SOON AS I STARTED TALKING TO GREG, MY SPIDER-SENSE TINGLE SUBSIDED COMPLETELY.

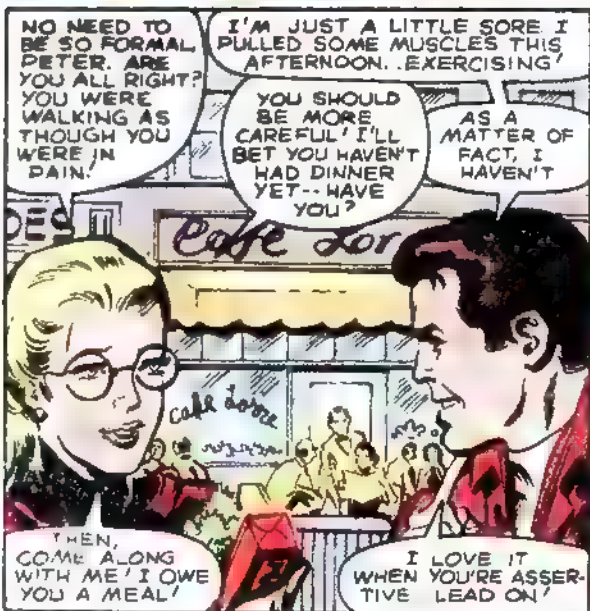
COULD THE BEETLE'S ZAP GIZMO HAVE MUCKED UP MY SENSES? I HOPE NOT!



IT'S OFTEN HARD TO FIGURE OUT JUST WHAT DANGER MY SPIDER-SENSE IS WARNING ME OF-- BUT THAT OLD TINGLE HAS SAVED MY HIDE MORE TIMES THAN I CARE TO REMEMBER!

PETER? IS THAT YOU?

EH? OH DEBRA WHITMAN, HI



NO NEED TO BE SO FORMAL, PETER. ARE YOU ALL RIGHT? YOU WERE WALKING AS THOUGH YOU WERE IN PAIN.

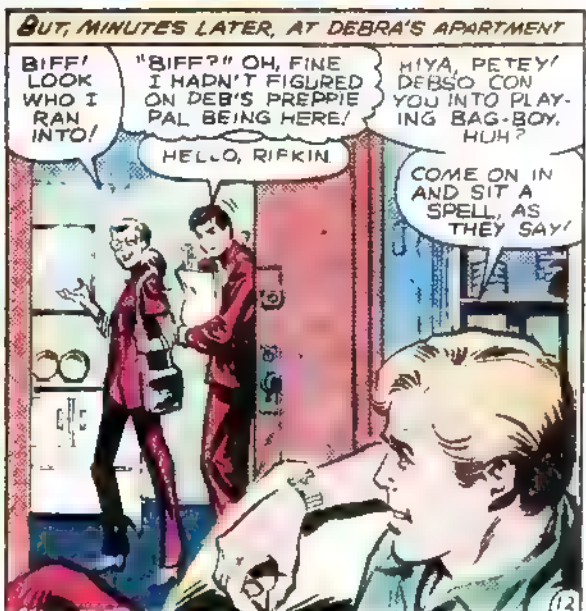
I'M JUST A LITTLE SORE I PULLED SOME MUSCLES THIS AFTERNOON. EXERCISING!

YOU SHOULD BE MORE CAREFUL! I'LL BET YOU HAVEN'T HAD DINNER YET-- HAVE YOU?

AS A MATTER OF FACT, I HAVEN'T

THEN, COME ALONG WITH ME! I OWE YOU A MEAL!

I LOVE IT WHEN YOU'RE ASSERTIVE LEAD ON!



BUT, MINUTES LATER, AT DEBRA'S APARTMENT

BIFF! LOOK WHO I RAN INTO!

"BIFF?" OH, FINE I HADN'T FIGURED ON DEB'S PREPPIE PAL BEING HERE!

HIYA, PETEY! DEBBO CON YOU INTO PLAYING BAG-BOY. HUH?

HELLO, RIFKIN

COME ON IN AND SIT A SPELL, AS THEY SAY!

THIS GUY IS SUCH A TOTAL WASTE! I DON'T KNOW WHAT DEB SEES IN HIM!

I HOPE I'M NOT INTERRUPTING ANYTHING, RIFKIN.

...NOT AVAILABLE IN ANY STORE! ONLY \$9.98... \$12.98 FOR STEREO CASSETTE .:

NOT A THING! I WAS JUST FIELD-TESTING OUR GRACIOUS HOSTESS'S NEW VIDEO UNIT, AS IT WERE!

NEW--? WOW, THAT'S A 25-INCH SONY COLOR CONSOLE! HOW'D SHE AFFORD THAT?

THEY ARE A BIT EXPENSIVE, BUT DEBSO MANAGES HER MONEY VERY WELL!

AND SHE IS YOUR DEPARTMENT CHAIRMAN'S SECRETARY... PROBABLY PULLS IN AROUND 18-THOU A YEAR, BEFORE TAXES!

\$18,000? THAT MAKES MY TEACHING ASSISTANT'S SALARY SOUND LIKE SMALL CHANGE! I DIDN'T KNOW SHE MADE THAT MUCH.

NEWS-4-NEW YORK HAS RECEIVED INFORMATION OF A BIZARRE AERIAL KIDNAPPING WHICH OCCURRED LESS THAN AN HOUR AGO!

A WEIRDLY GARBED MAN WHOM POLICE HAVE CONFIRMED TO BE ESCAPED FELON **ABNER JENKINS**--ALSO KNOWN AS THE **BEETLE**--STRUCK DOWN AND ABDUCTED A MAN IDENTIFIED AS **MARTIN BLANK**!

REPORTS ARE SKETCHY, BUT THE ABDUCTION APPARENTLY FOLLOWED A FRENZIED ROOFTOP BATTLE BETWEEN THE **BEETLE** AND THE MASKED VIGILANTE, **SPIDER-MAN**!

NICE COLOR!

THE **BEETLE** KIDNAPPED MARTY?! GOOD GOSH, I FORGOT ALL ABOUT HIM!

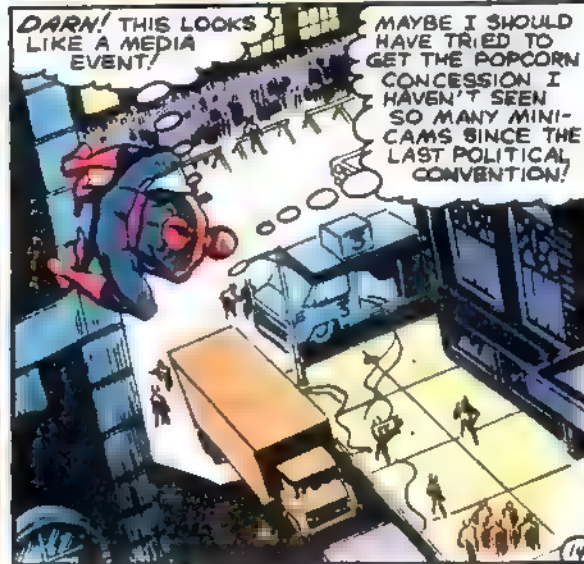
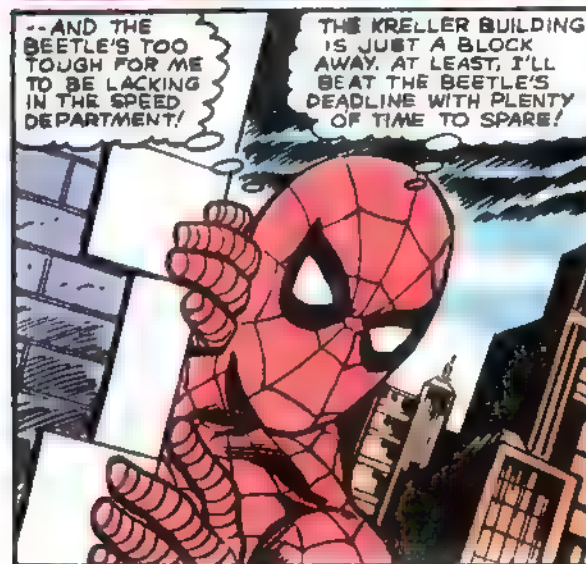
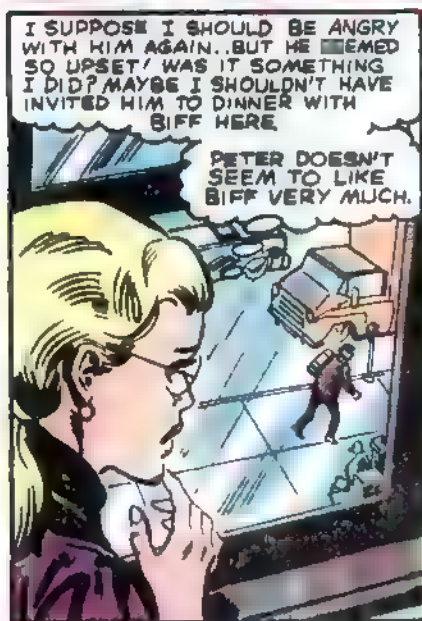
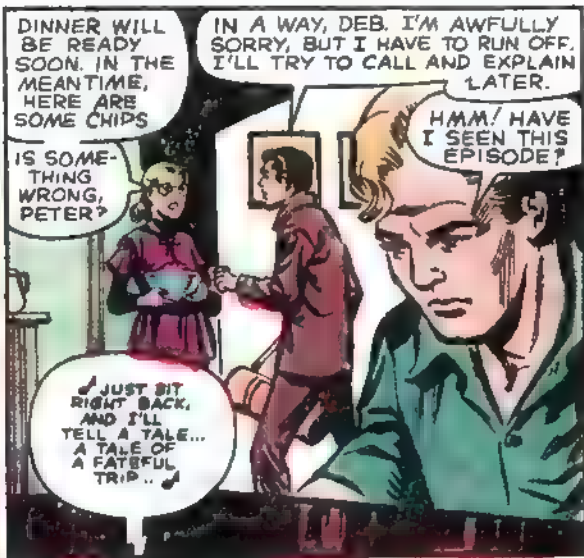
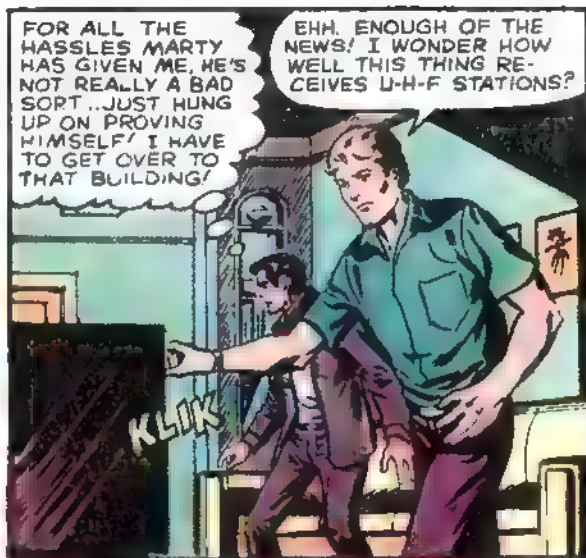
THIS EXCLUSIVE FOOTAGE, OBTAINED FROM A DOCUMENTARY FILM CREW, SHOWS MR. BLANK BEING ATTACKED BY THE **BEETLE**... BLANK IS THE FUR-SUITED FIGURE TO THE RIGHT.

IT IS UNKNOWN WHY HE WAS SO DRESSED, BUT... EXCUSE ME! A NOTE HAS JUST BEEN HANDED ME!

POLICE HAVE RECEIVED A TAPED MESSAGE FROM THE **BEETLE**--CHALLENGING **SPIDER-MAN** TO MEET HIM ATOP MANHATTAN'S KRELLER BUILDING, WITHIN THE HOUR!

IF **SPIDER-MAN** DOES NOT SHOW, THE **BEETLE** THREATENS TO KILL **MARTIN BLANK**.

MORE ON THAT STORY AS IT DEVELOPS!





AS THE POLICE DISAPPEAR FROM SIGHT, ONE REVOLVING ROOFTOP SECTION SWIVELS 180-DEGREES TO REVEAL...

THE BEETLE!

I DON'T BELIEVE IT! HOW'D YOU RIG THIS UP SO FAST?!

INGENIOUS, ISN'T IT? I MUST ADMIT, THOUGH, THAT I'D PREPARED IT WEEKS AGO, AS PART OF AN EARLIER PLAN TO DEFEAT YOU!

IT ADAPTED NICELY TO HOLDING THE GIBBON!

AS I SURMISED, HE MAKES THE PERFECT BAIT!

S-SPIDER-MAN I I'M SORRY

MEANWHILE, ON ROOFTOPS ACROSS THE STREET...

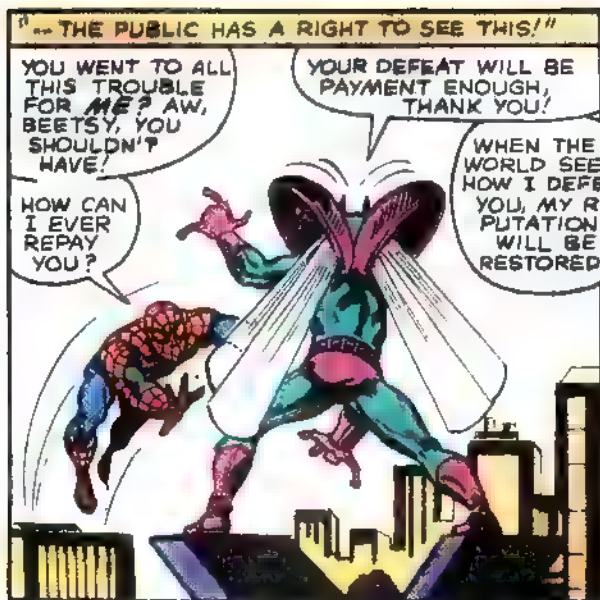
HARRY, THERE'S SOME SORT OF INTER-FERENCE-- THE STATION ISN'T PICKING UP OUR VIDEO!

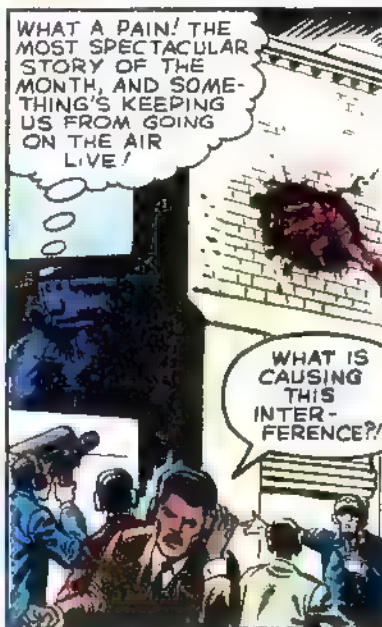
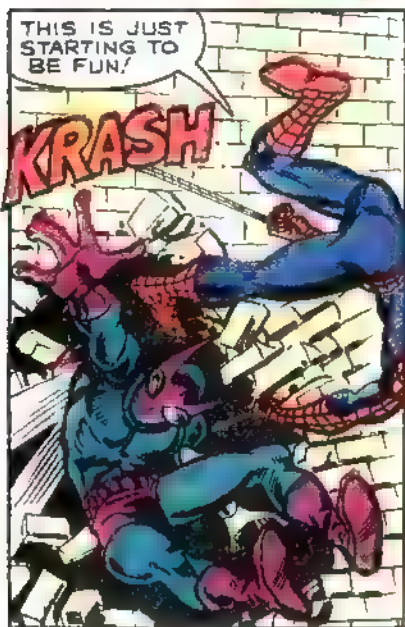
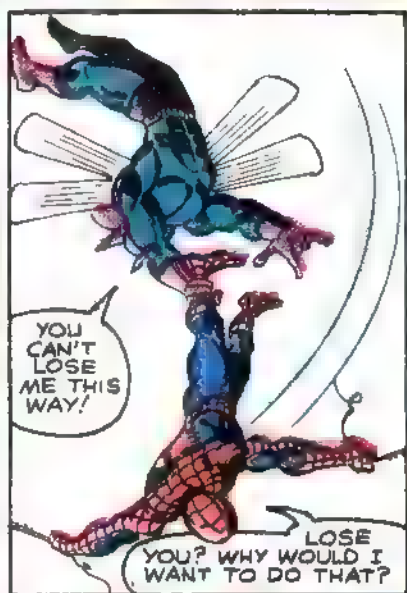
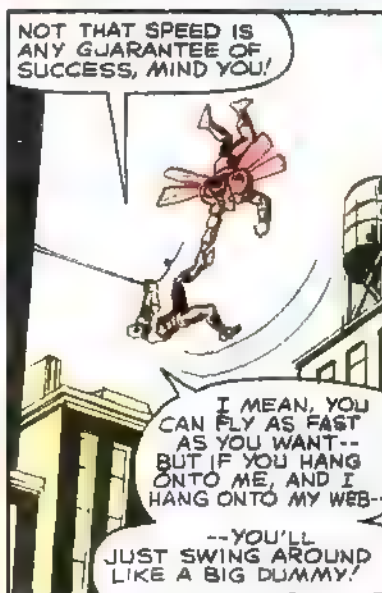
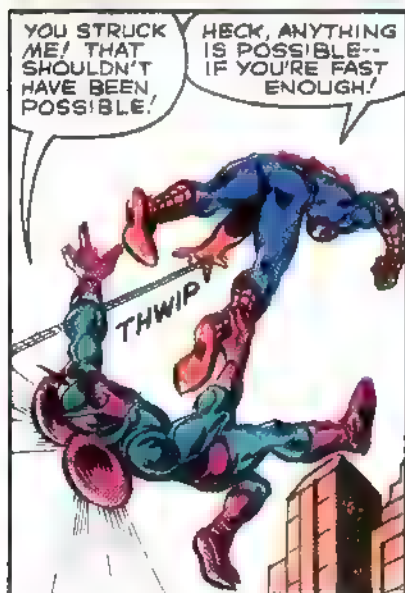
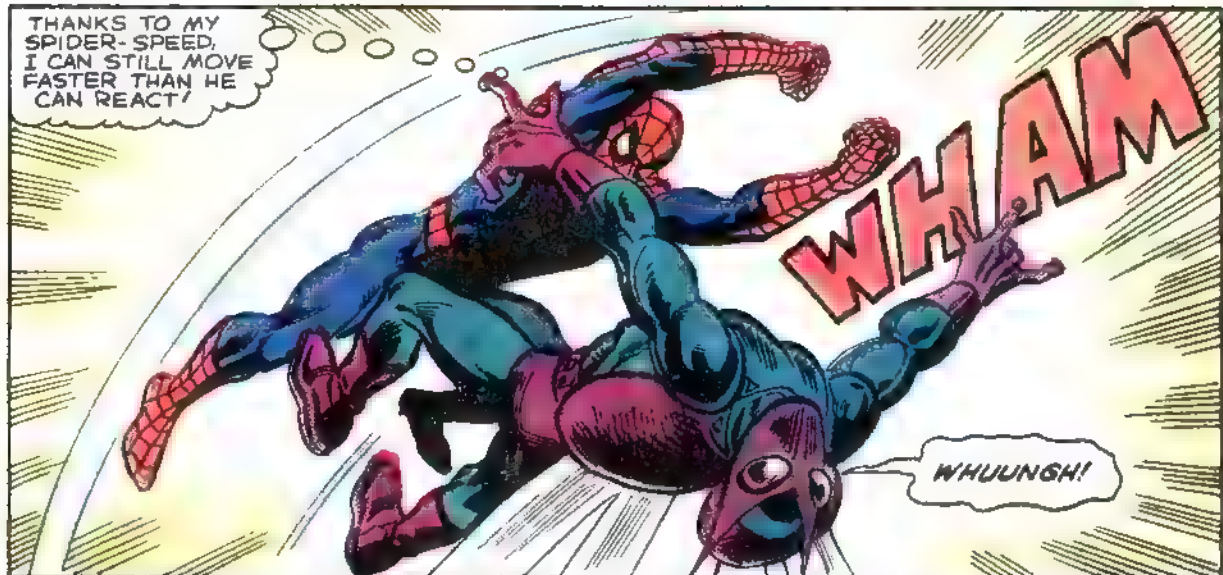
DEPLOY YOUR MEN, BUT DON'T FIRE UNLESS ORDERED!

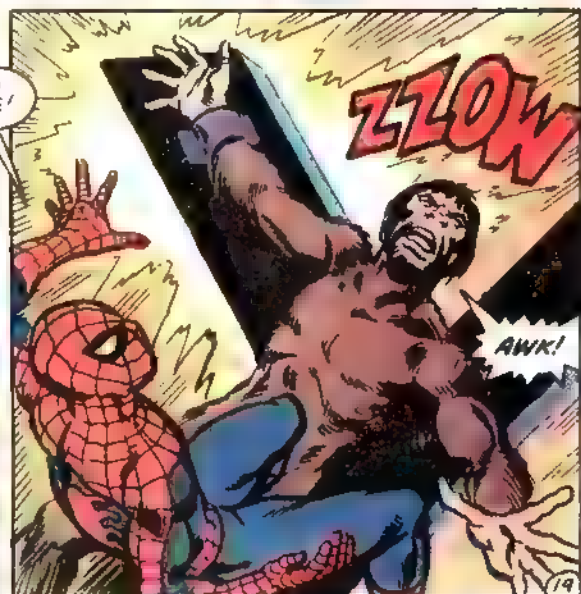
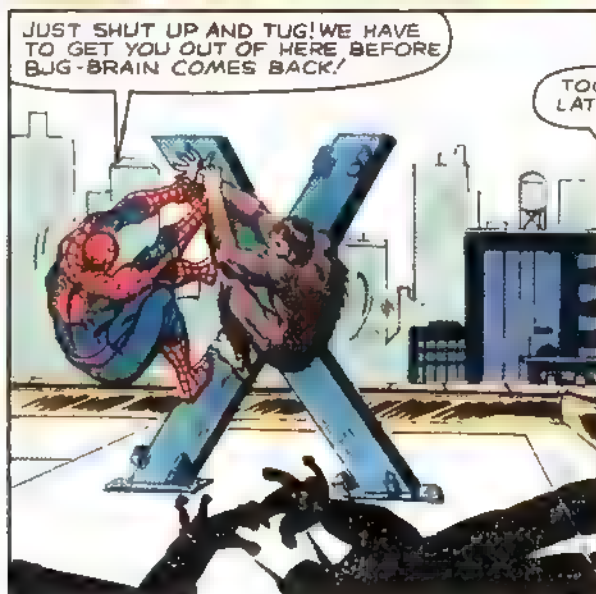
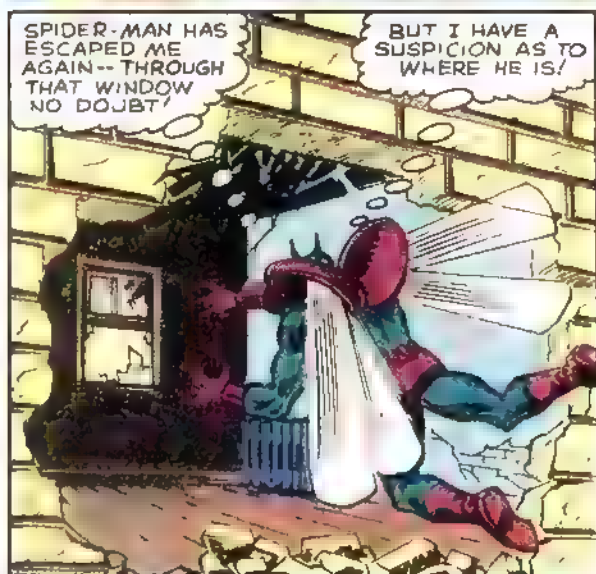
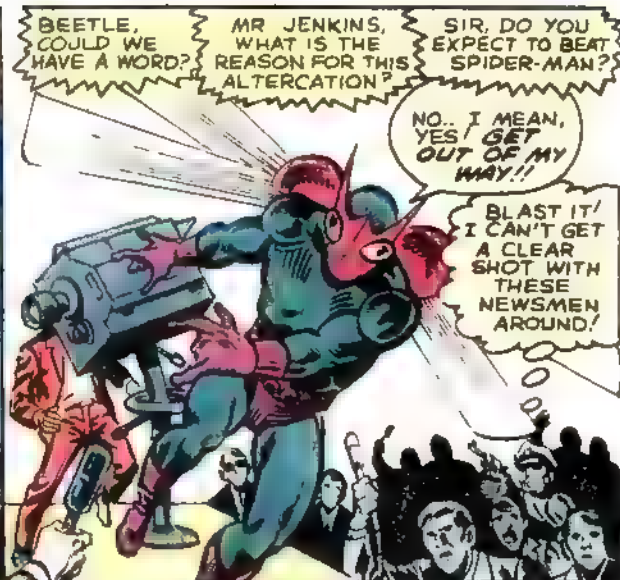
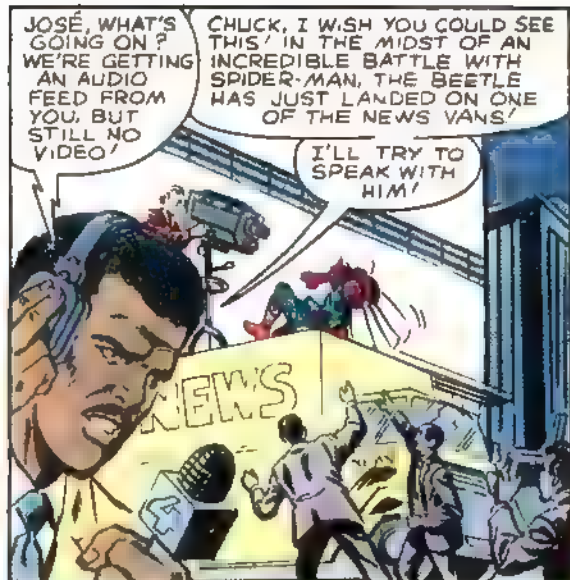
YES, SIR!

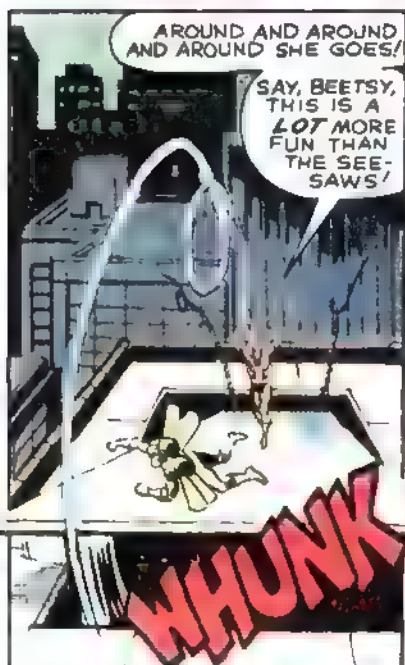
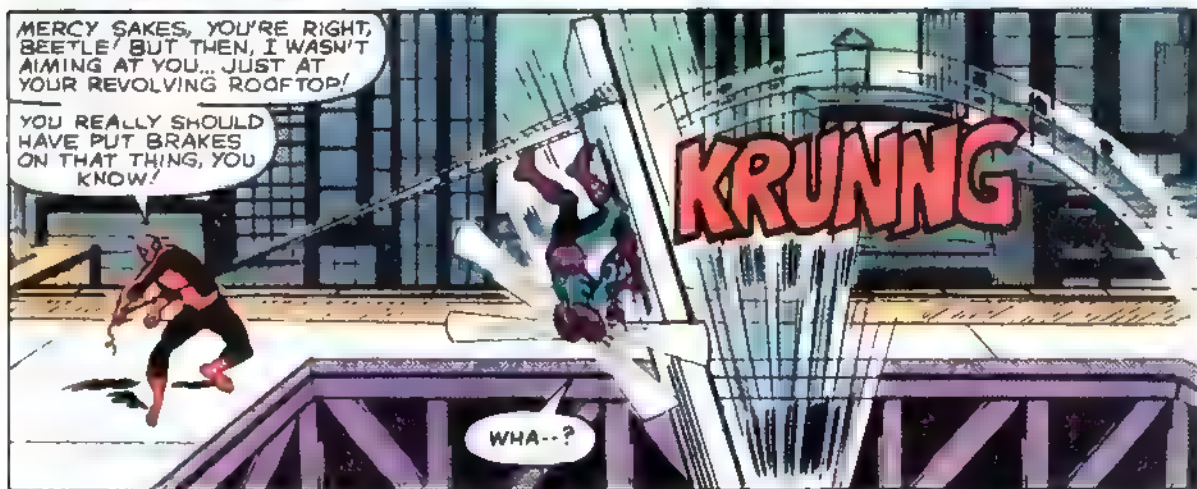
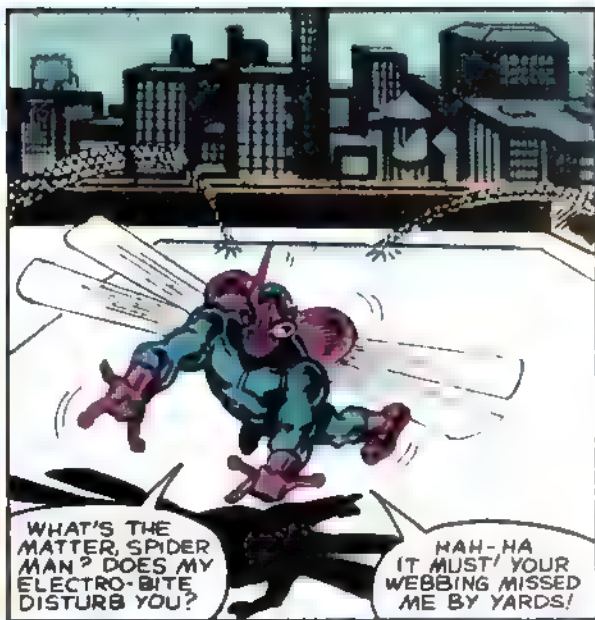
PLEASE MR RIVERA -- IT COULD GET VERY DANGEROUS UP HERE!

I'M NO STRANGER TO TROUBLE, SERGEANT! DON'T WORRY-- WE'LL STAY OUT OF YOUR WAY... ALL WE ASK IS THAT YOU DO THE SAME! I THINK YOU'LL AGREE--



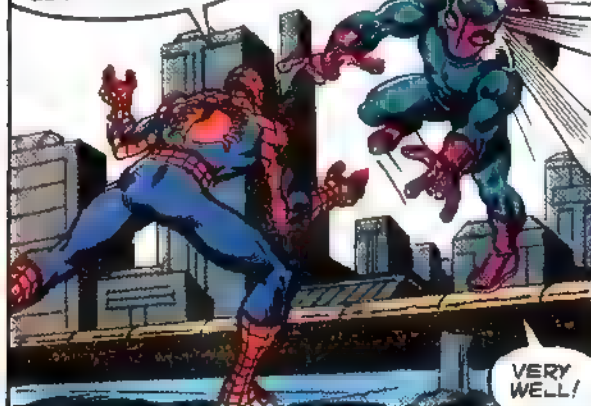






AT THAT MOMENT, UNAWARE OF THE GIBBON'S ESCAPE...

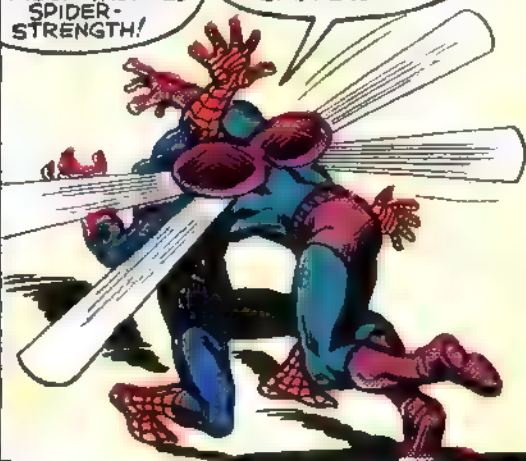
I'M A LITTLE TIRED OF WALTZING AROUND WITH YOU, BEETLE! IF YOU REALLY WANT TO FIGHT, THEN LET'S DO IT!



VERY WELL!

I AM MORE THAN WILLING TO TEST THE MIGHT OF MY BATTLE SUIT AGAINST YOUR MUCH-VAUNTED SPIDER-STRENGTH!

GOOD AS YOU ARE, YOU ARE NOTHING BEFORE MY POWER! AND ONCE I GET HOLD OF YOU WITH MY SUCTION-GRIPPERS--



--I SHALL RIP YOU IN TWO!

YOU PUT A LOT OF STOCK IN THIS SUIT OF YOURS, BEETLE--BRAIN--BUT IT DOESN'T LOOK SO HOT TO ME!

SEE? LOOK HOW CHEAP IT IS!



SNAP!

NO, NOT THE ANTENNA! THAT'S THE FOCUSING POINT FOR MY POWER SOURCE!

YAARRGH!



AND AS THE BEETLE'S BATTLE SUIT DISCHARGES, THE NEARBY NEWSMEN DISCOVER...

HEY, THE STATION IS FINALLY PICKING UP OUR VIDEO SIGNAL!

I'LL BET IT WAS THE BEETLE! HIS SUIT MUST HAVE BEEN PUTTING OUT MICROWAVE INTERFERENCE!

NEVER MIND THAT! NOW SWING YOUR CAMERAS OVER THERE...

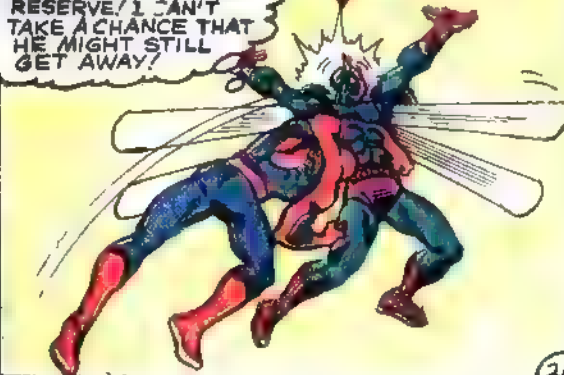


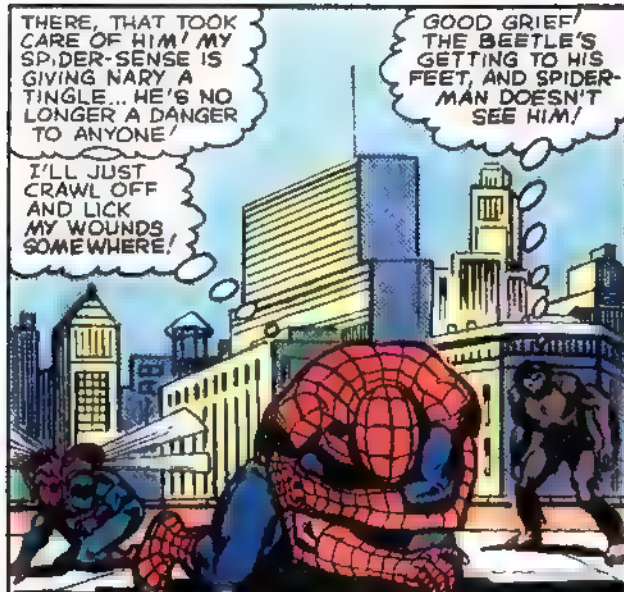
"...IT LOOKS LIKE BOTH OF THOSE GUYS ARE ON THEIR LAST LEGS!"

I'M SEEING TRIPLE FROM THAT POWER DISCHARGE... ALMOST OUT ON MY FEET! THE BEETLE SEEMS A LITTLE ROCKY, TOO--

--BUT KNOWING HIM, HE HAS SOME SORT OF EMERGENCY POWER RESERVE! I CAN'T TAKE A CHANCE THAT HE MIGHT STILL GET AWAY!

WHAM





THERE, THAT TOOK CARE OF HIM! MY SPIDER-SENSE IS GIVING MARY A TINGLE... HE'S NO LONGER A DANGER TO ANYONE!

I'LL JUST CRAWL OFF AND LICK MY WOUNDS SOMEWHERE!

GOOD GRIEF! THE BEETLE'S GETTING TO HIS FEET, AND SPIDER-MAN DOESN'T SEE HIM!



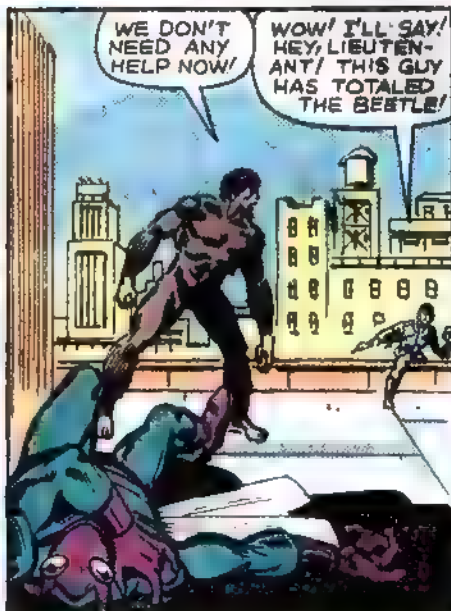
MISTAKENLY THINKING SPIDER-MAN TO BE IN DANGER, THE GIBBON BOUNDS ACROSS THE ROOF, WADING INTO THE NOW-POWERLESS CRIMINAL!



WHY, HE FOLDED UP LIKE A BROKEN CARD TABLE! HE WAS NO THREAT TO SPIDER-MAN... OR ANYONE!

SPIDER-MAN? HE'S GONE!

HEY, UP THERE! HELP'S ON THE WAY!



WE DON'T NEED ANY HELP NOW!

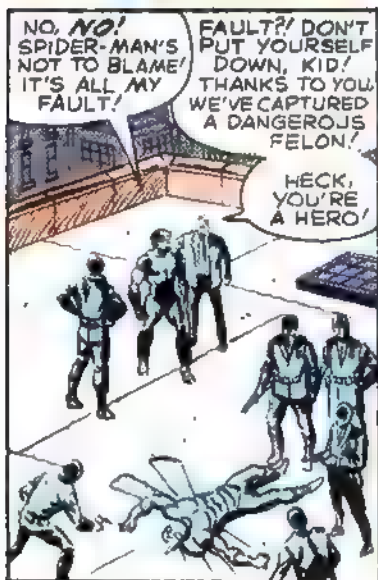
WOW! I'LL SAY! HEY, LIEUTENANT! THIS GUY HAS TOTALED THE BEETLE!



NO, YOU DON'T UNDERSTAND! I DIDN'T DO ANYTHING... REALLY! SPIDER-MAN...

DID THAT WEASEL CREEP GIVE YOU ANY TROUBLE, KID?

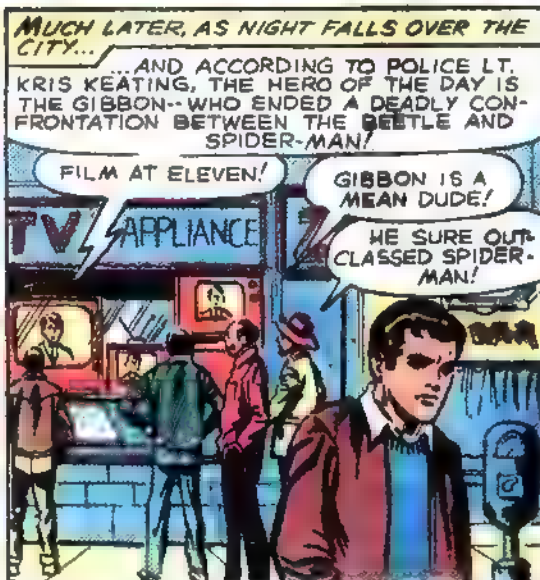
WE COULD PUT OUT A WARRANT FOR HIS ARREST!



NO, NO! SPIDER-MAN'S NOT TO BLAME! IT'S ALL MY FAULT!

FAULT?! DON'T PUT YOURSELF DOWN, KID! THANKS TO YOU, WE'VE CAPTURED A DANGEROUS FELON!

HECK, YOU'RE A HERO!



MUCH LATER, AS NIGHT FALLS OVER THE CITY...

...AND ACCORDING TO POLICE LT. KRIS KEATING, THE HERO OF THE DAY IS THE GIBBON--WHO ENDED A DEADLY CONFRONTATION BETWEEN THE BEETLE AND SPIDER-MAN!

FILM AT ELEVEN!

GIBBON IS A MEAN DUDE!

HE SURE OUT-CLASSED SPIDER-MAN!



SPIDER-MAN?! THAT OVER-RATED BUM? HE CAN'T EVEN FINISH HIS OWN FIGHTS! WHAT KINDA HERO IS THAT?

A TIRED ONE, PAL! A VERY TIRED ONE!

END

TO THE WORLD AT LARGE, PETER PARKER IS LITTLE MORE THAN A GRADUATE STUDENT AT NEW YORK'S EMPIRE STATE UNIVERSITY... JUST A GIFTED YOUNG SCHOLAR WHO GETS BY ON THE MODEST INCOME HE MAKES AS A FREELANCE PHOTOGRAPHER!

NOT EVEN PETER'S CLOSEST FRIENDS SUSPECT THAT HE IS ALSO... **THE AMAZING SPIDER-MAN!**



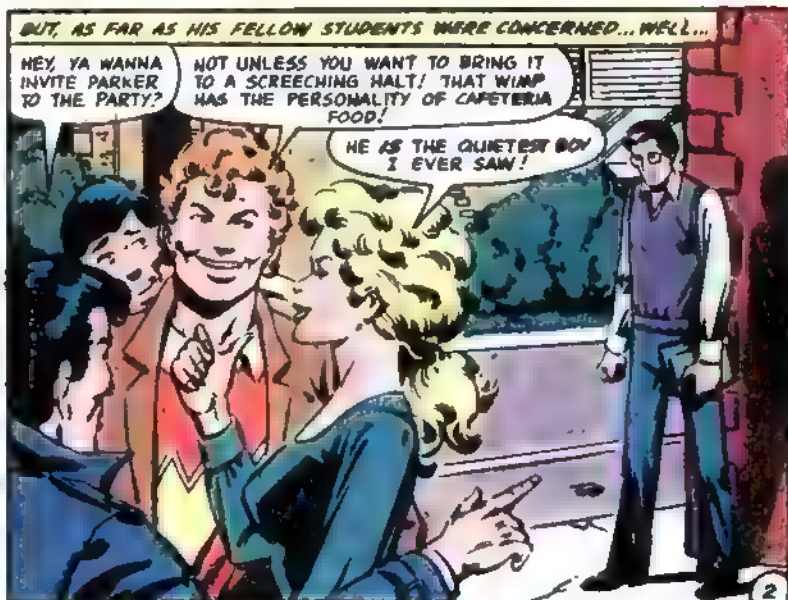
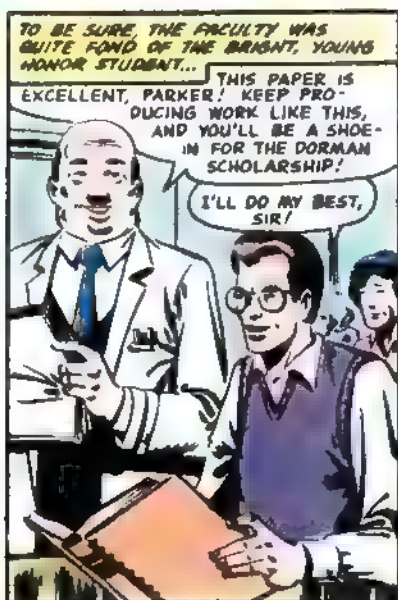
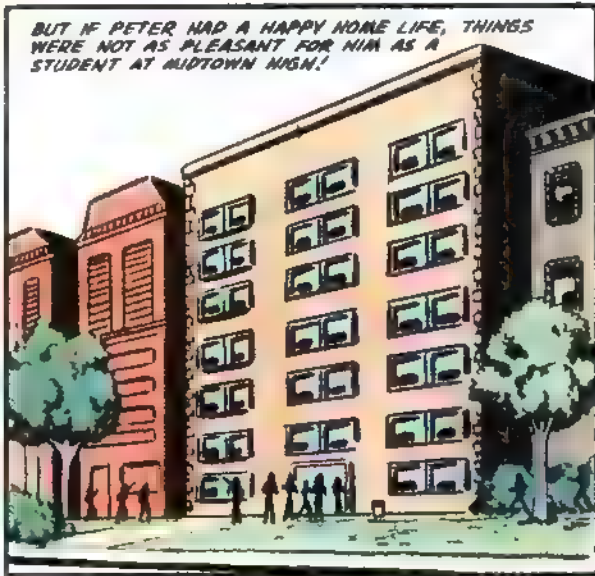
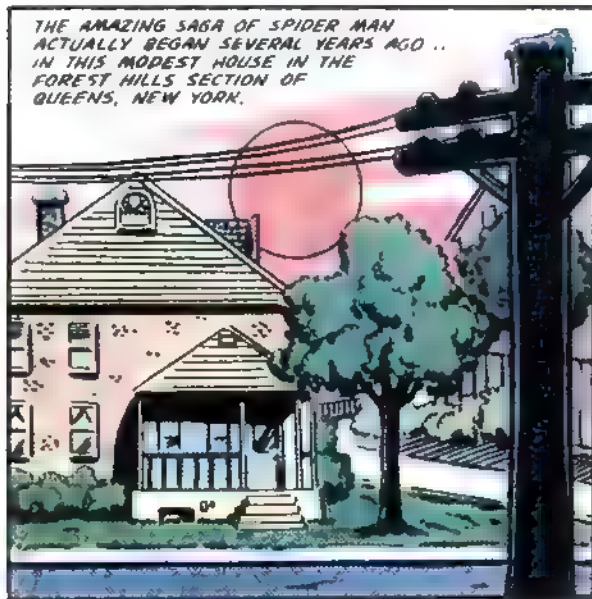
BUT HOW DID HE GAIN HIS AMAZING POWERS? WHY DOES HE RISK LIFE AND LIMB AS A COSTUMED ADVENTURER?

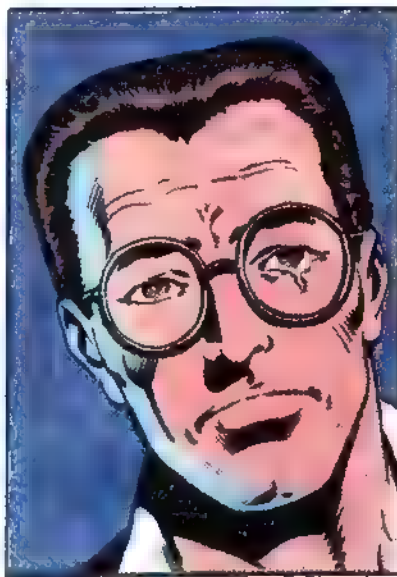
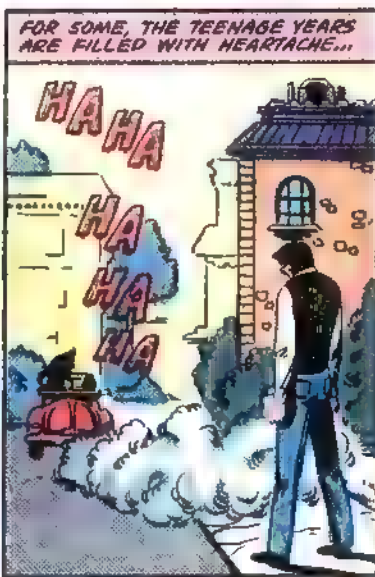
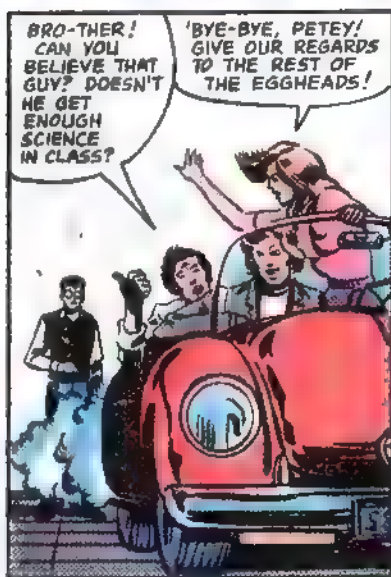
HERE ARE THE ASTOUNDING ANSWERS...

THE BIRTH OF A LEGEND!

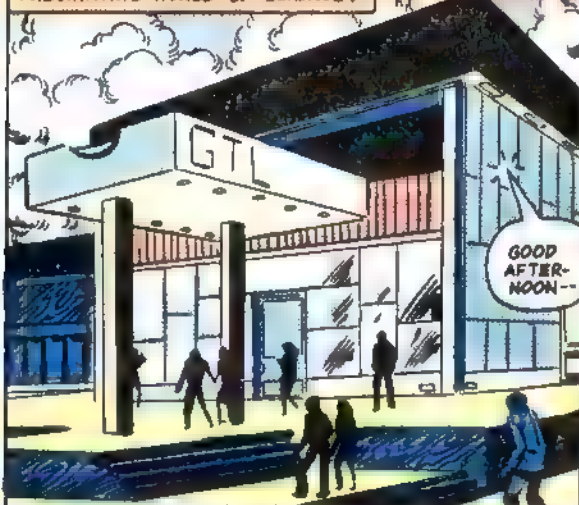
ROGER STERN * GREG LAROCQUE * BOB WIAZER * J. SIMEX * G. WEIN * TOM DEFALCO * JIM SHOOTER
SCRIPTER * PENCILER * INKER * LETTERER * COLORIST * EDITOR * EDITOR-IN-CHIEF

BASED ON THE ORIGINAL STORY BY **STAN LEE** AND **STEVE DITKO!**

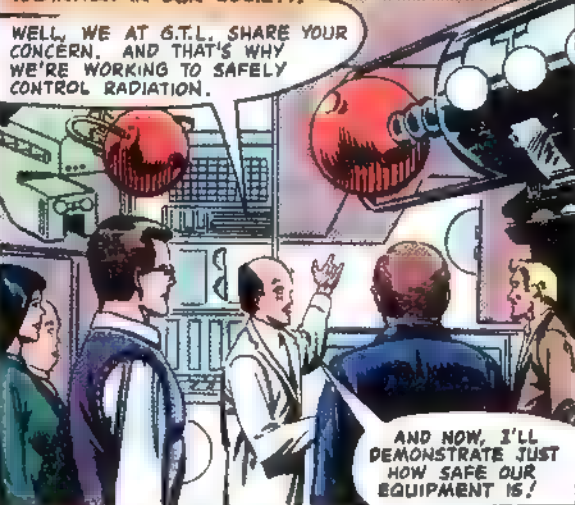




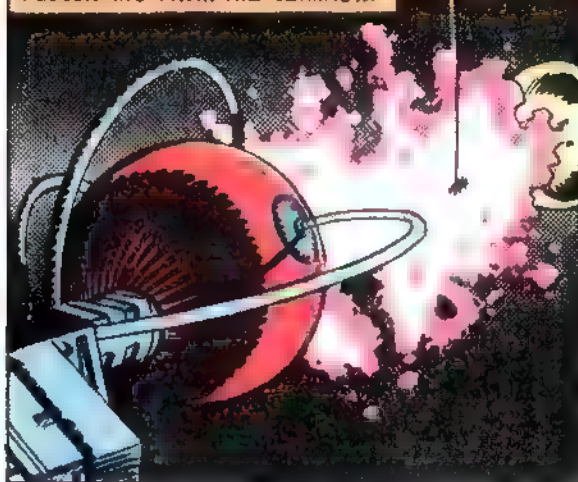
WHenever the taunts of his classmates became too much to bear, Peter would escape into a world he could better understand-- the fascinating world of science!



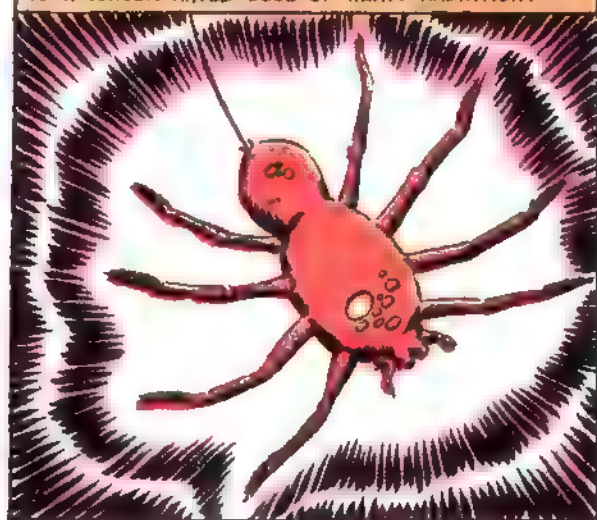
-- AND WELCOME TO THE GENERAL TECHNICS "EXPERIMENT IN RADIOACTIVITY!" I'M SURE YOU'RE ALL CONCERNED ABOUT THE GROWING LEVELS OF RADIATION IN OUR SOCIETY!



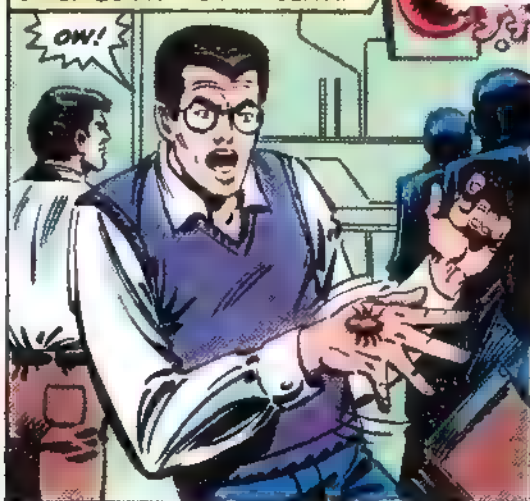
HOWEVER, DESPITE ALL THE PRECAUTIONS TAKEN BY THE SCIENCE HALL STAFF, THERE WERE NO SAFEGUARDS TO PREVENT A TINY SPIDER FROM DESCENDING FROM THE CEILING...



HANGING ON ITS WEB, IT WAS ACCIDENTALLY EXPOSED TO A CONCENTRATED DOSE OF HEAVY RADIATION!



IN AGONY, THE DYING SPIDER SPUN ABOUT-- WAFTING THROUGH THE AIR, AND LANDING ON THE UNSUSPECTING HIGHSCHOOLER...

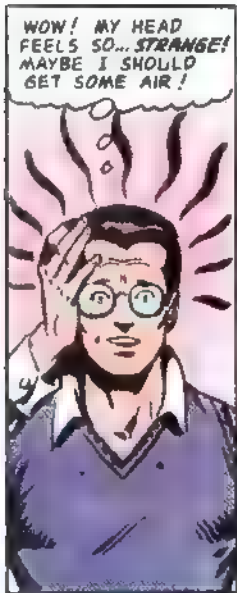


THAT SPIDER BIT ME! BUT WHY IS IT GLOWING THAT WAY? AND WHY IS THE BITE BURNING SO!

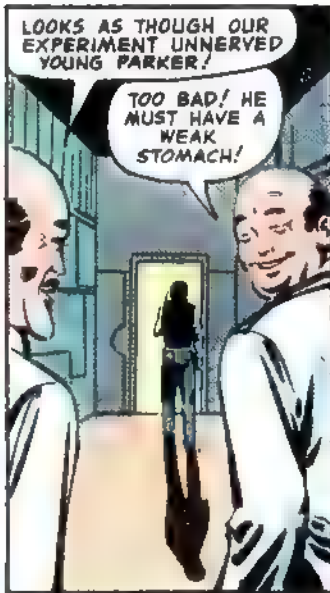


AFTER ALL, THERE'S NO TELLING WHERE IT'S BEEN!





WOW! MY HEAD FEELS SO... STRANGE! MAYBE I SHOULD GET SOME AIR!



LOOKS AS THOUGH OUR EXPERIMENT UNNERVED YOUNG PARKER!

TOO BAD! HE MUST HAVE A WEAK STOMACH!



SOON...

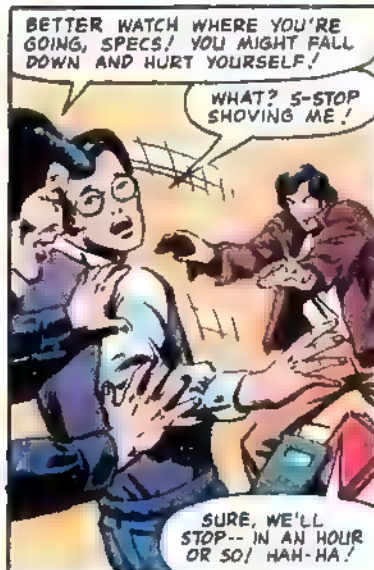
I CAN'T SHAKE THIS CRAZY FEELING! IT'S AS THOUGH MY ENTIRE BODY IS CHARGED WITH SOME SORT OF FANTASTIC ENERGY!

WHAT'S HAPPENING TO ME?!



LOST IN THOUGHT, PETER WANDERED THROUGH AN UN-FAMILIAR NEIGHBORHOOD, WHERE...

HEY, GET A LOAD OF THIS JERK! LET'S HAVE SOME FUN WITH HIM!



BETTER WATCH WHERE YOU'RE GOING, SPECS! YOU MIGHT FALL DOWN AND HURT YOURSELF!

WHAT? S-STOP SHOVING ME!

SURE, WE'LL STOP-- IN AN HOUR OR SO! HAH-HA!



AND THEN, THE UNEXPECTED HAPPENED...

I SAID STOP!

WOMP!

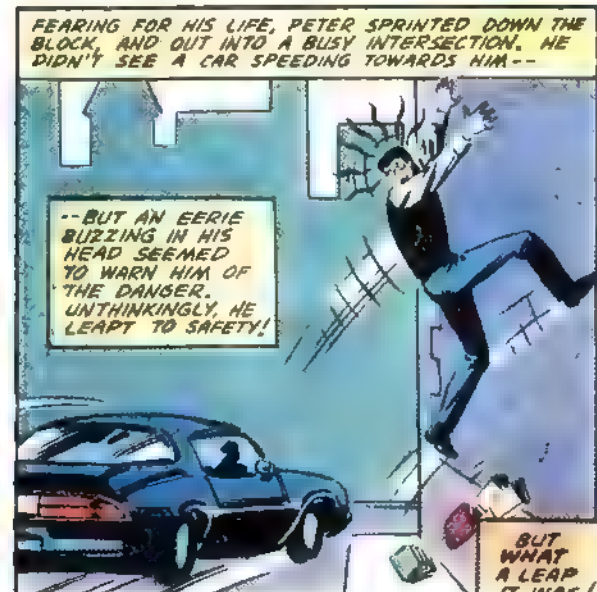


OOOOO:

RALPHIE? WHAT DID HE DO TO YA?

I-I DON'T BELIEVE IT! I SHOVED THAT GUY BACK SO HARD THAT HE WAS KNOCKED OUT WHEN HE HIT THE WALL!

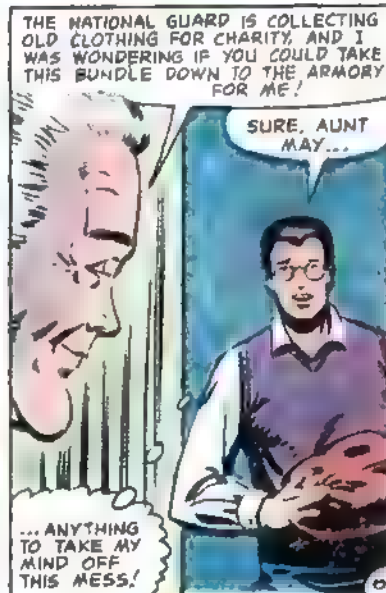
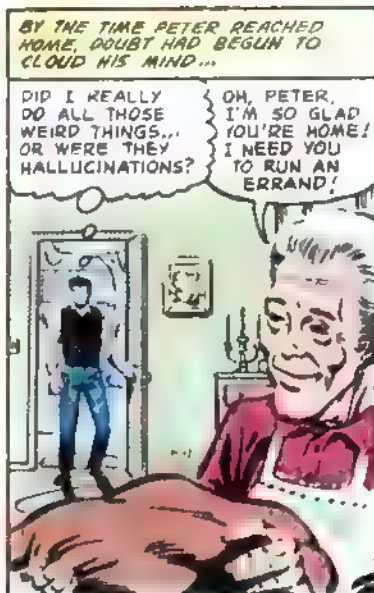
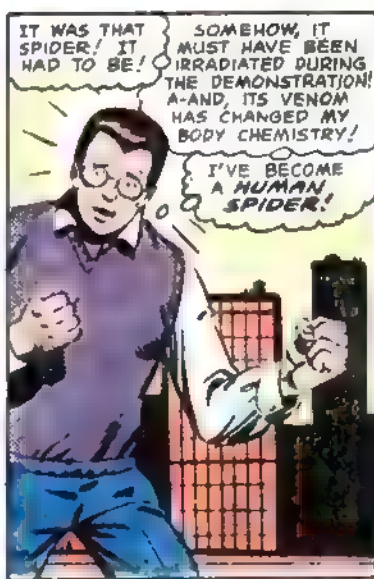
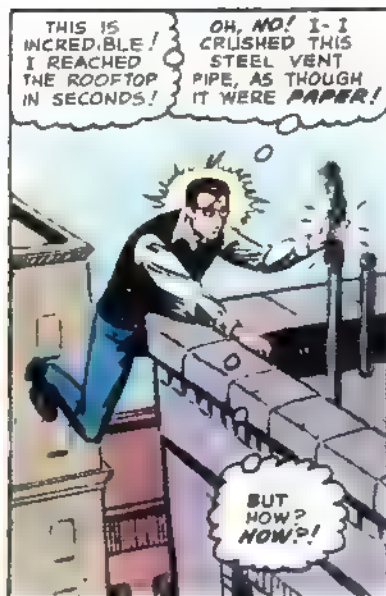
I GOTTA GET OUT OF HERE-- BEFORE HIS BUDDY KILLS ME!

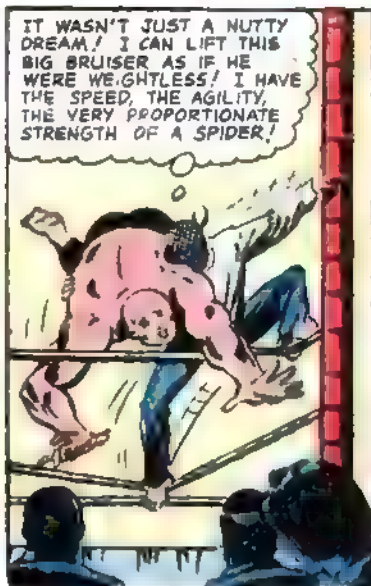
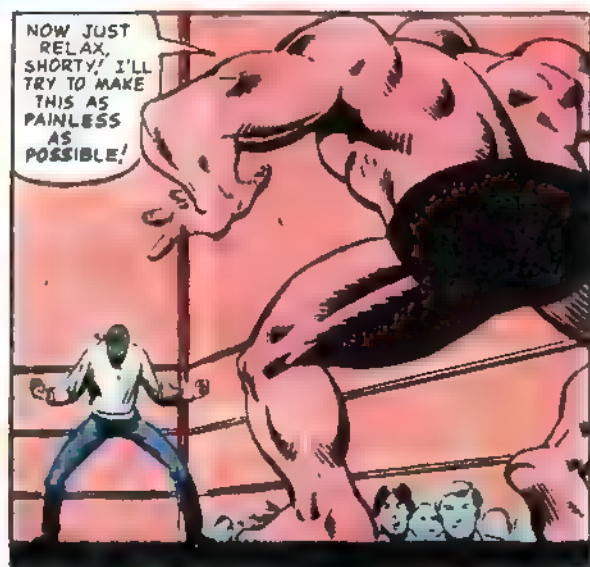
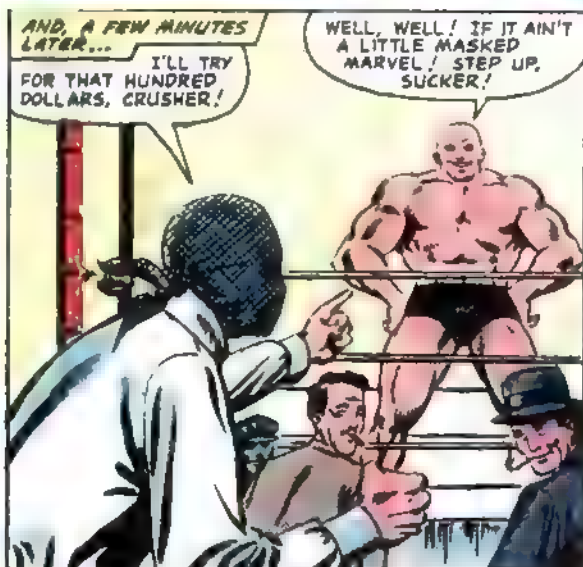
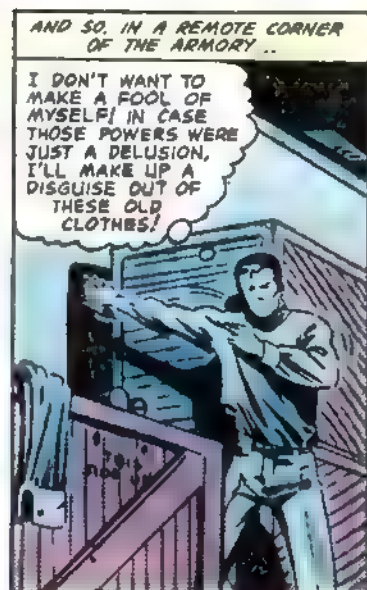
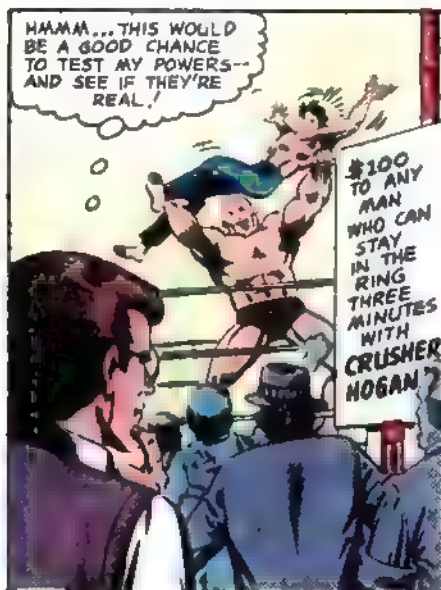


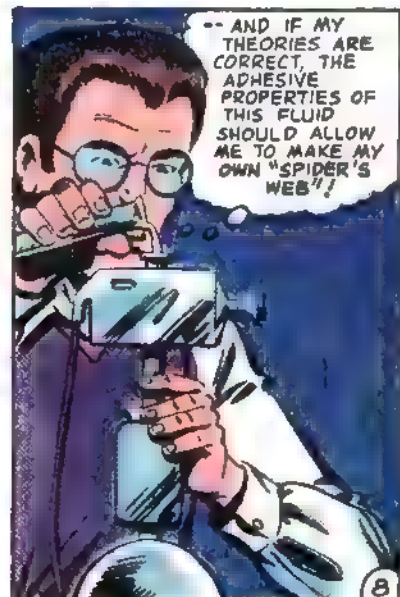
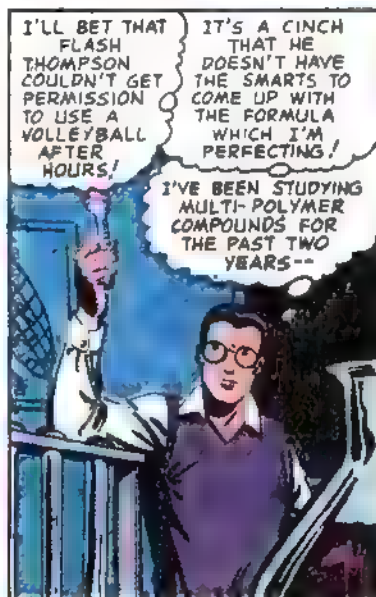
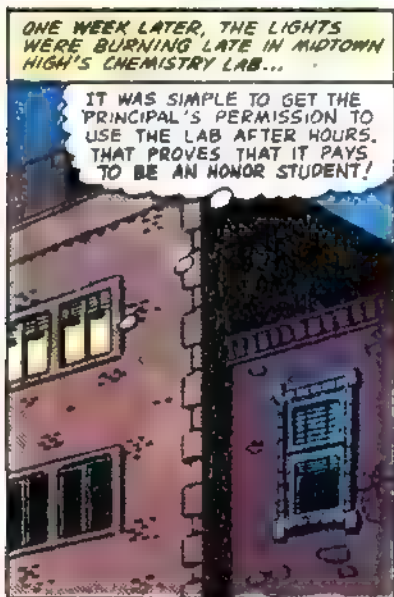
FEARING FOR HIS LIFE, PETER SPURTED DOWN THE BLOCK, AND OUT INTO A BUSY INTERSECTION. HE DIDN'T SEE A CAR SPEEDING TOWARDS HIM--

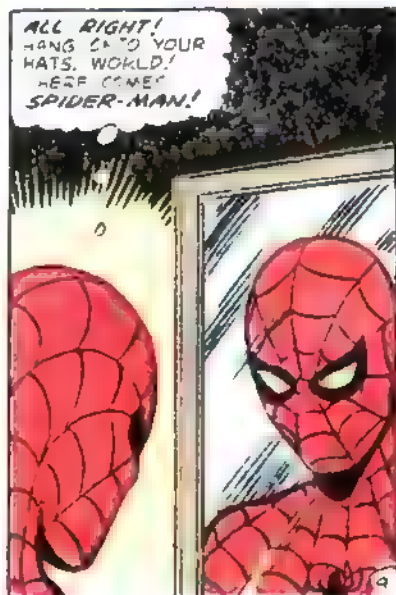
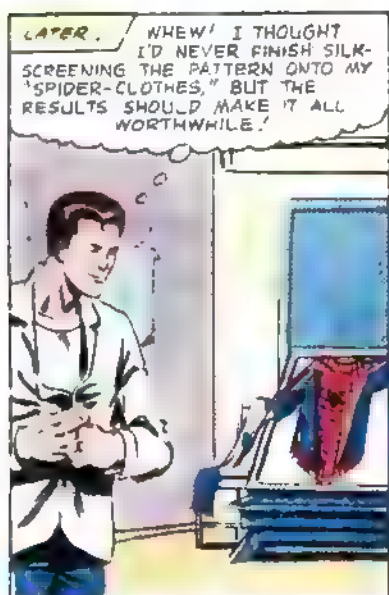
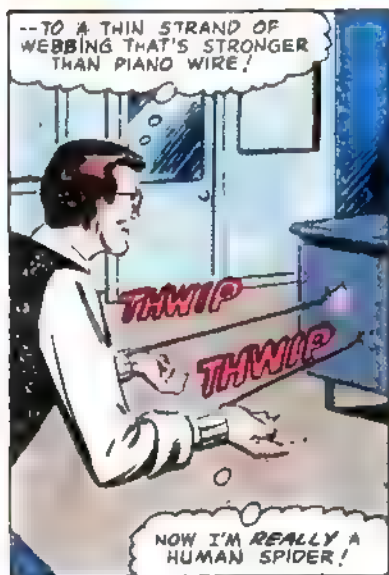
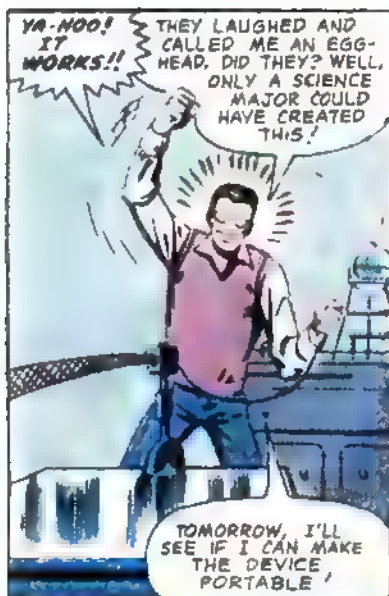
--BUT AN EERIE BUZZING IN HIS HEAD SEEMED TO WARN HIM OF THE DANGER. UNTHINKINGLY, HE LEAPT TO SAFETY!

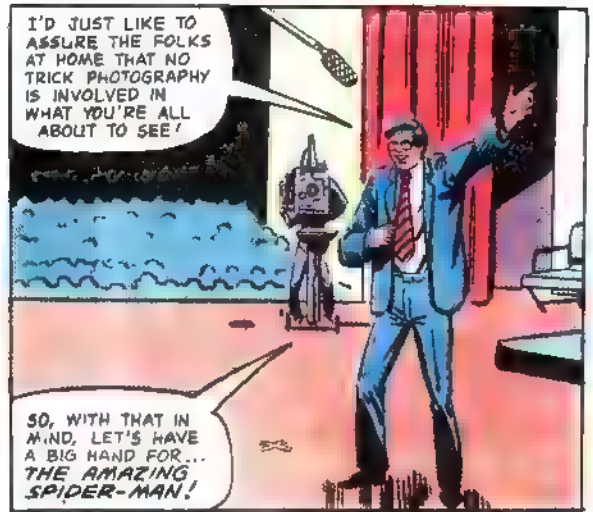
BUT WHAT A LEAP IT WAS!



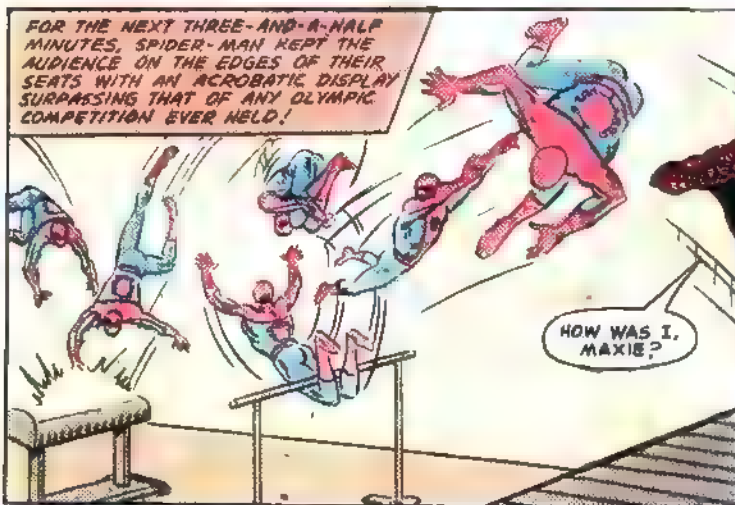
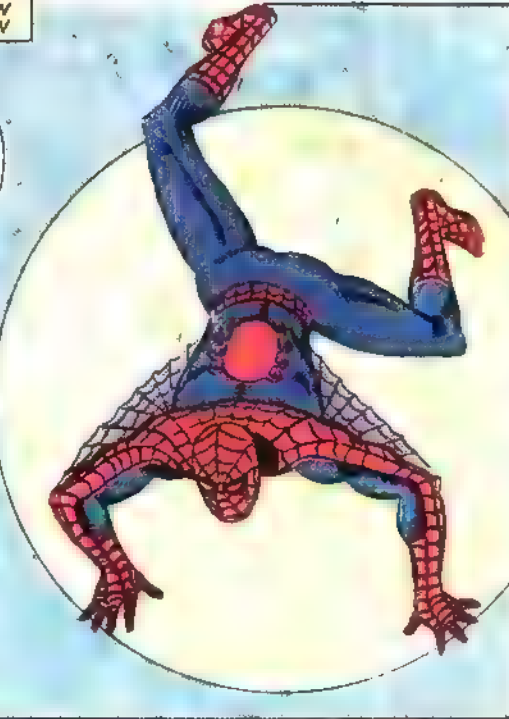
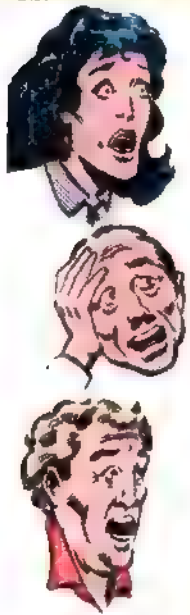


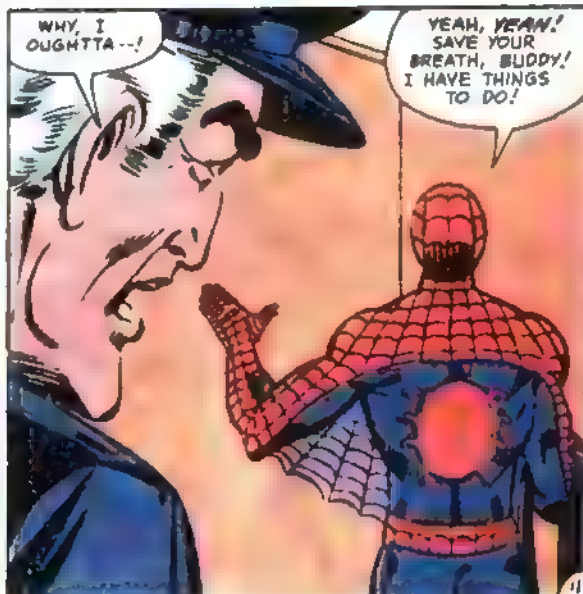
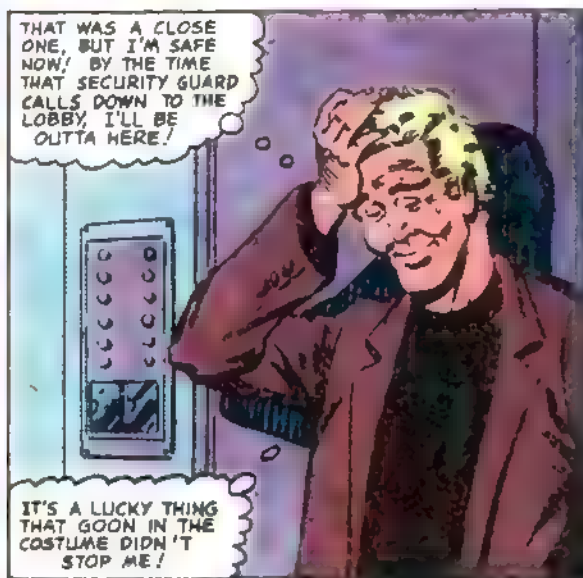
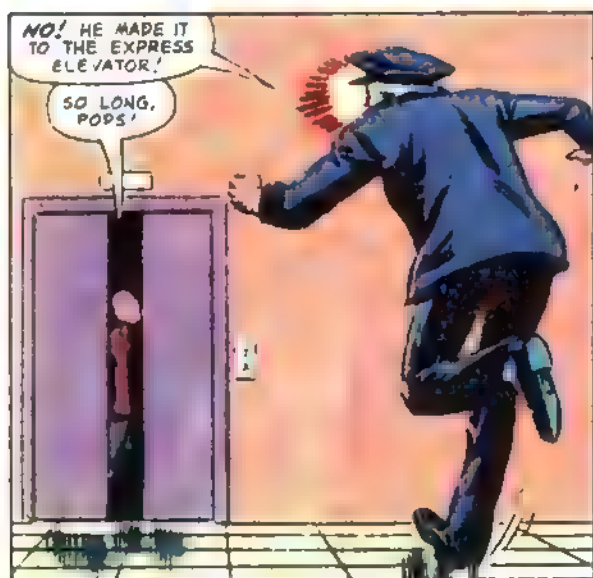
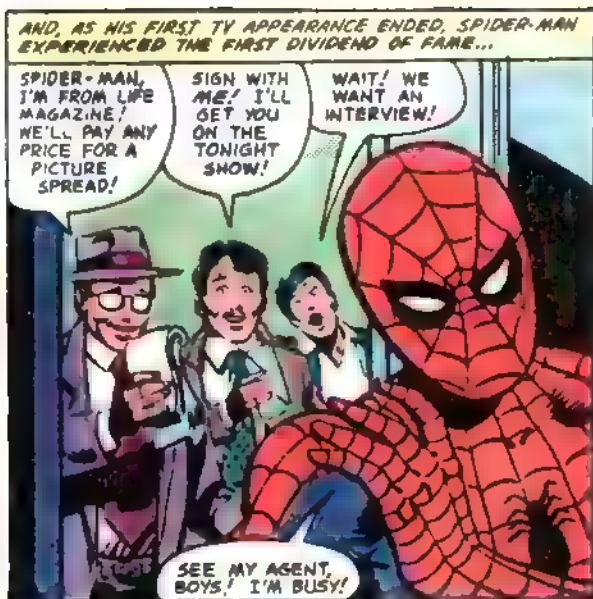






THROUGHOUT THE STUDIO AUDIENCE, AND IN HOMES ACROSS THE COUNTRY, THE REACTION WAS THE SAME...





FOR PETER PARKER, SPIDER-MAN WAS AN ESCAPE VALVE! WHEN HE HID HIS FACE BEHIND THE GAUDY WEBBED MASK, IT SEEMED AS THOUGH THERE WAS NOTHING HE COULDN'T DO-- NO RISK HE COULDN'T TAKE! HIS FELLOW CLASSMATES PRACTICALLY IGNORED PETER... BUT AS SPIDER-MAN, HE COULDN'T BE IGNORED!



EVEN SO, HIS HOMELIFE REMAINED UNCHANGED...

PETER, YOU KNOW THAT MICROSCOPE YOU'VE ALWAYS WANTED? YOUR UNCLE AND I BOUGHT IT FOR YOU THIS AFTERNOON!

GOSH, THAT'S TERRIFIC!



YOU'RE THE GREATEST FAMILY ANY FELLA EVER HAD!

THEY'RE THE ONLY ONES WHO'VE EVER BEEN KIND TO ME! I'LL SEE TO IT THAT THEY'RE ALWAYS HAPPY... BUT THE REST OF THE WORLD CAN GO HANG FOR ALL I CARE!



AND AT SCHOOL, NO ONE NOTICED THAT PETER'S ATTITUDE WAS CHANGING. THEY WERE TOO BUSY TALKING ABOUT THE LATEST SENSATION...

YOU GONNA CATCH SPIDER-MAN'S ACT TONIGHT, FLASH?

WOULDN'T MISS IT FOR THE WORLD, RALPHIE! THAT GUY IS REALLY SOMETHING! I'D GIVE ANYTHING TO MEET HIM!

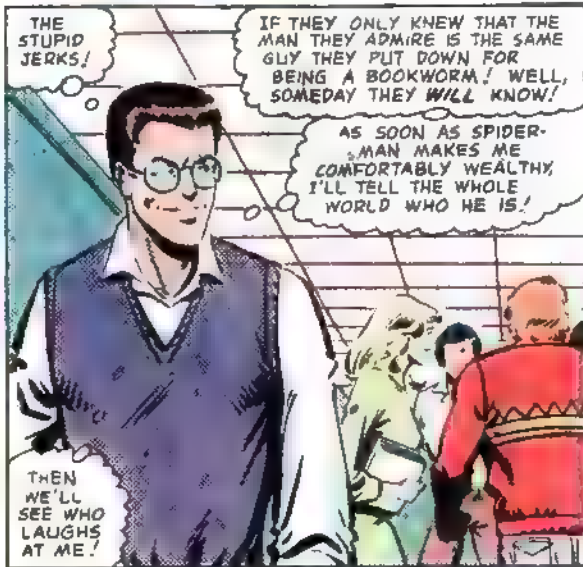


THE STUPID JERKS!

IF THEY ONLY KNEW THAT THE MAN THEY ADMIRE IS THE SAME GUY THEY PUT DOWN FOR BEING A BOOKWORM! WELL, SOMEDAY THEY WILL KNOW!

AS SOON AS SPIDER-MAN MAKES ME COMFORTABLY WEALTHY, I'LL TELL THE WHOLE WORLD WHO HE IS!

THEN WE'LL SEE WHO LAUGHS AT ME!

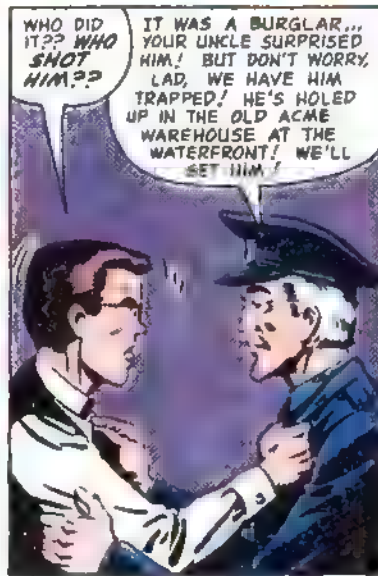


IN THE DAYS THAT FOLLOWED, SPIDER-MAN'S FAME GREW AND GREW...

MAXIE SAYS THAT I'LL BE PULLING IN REAL MONEY AFTER ANOTHER FEW APPEARANCES! BUT I THINK I'LL EXPLODE, IF I DON'T TELL SOMEONE WHO I AM SOON!

I SUPPOSE I COULD TELL MAXIE-- AFTER ALL, HE IS MY AGENT. BUT FIRST, I WANT TO TELL AUNT MAY AND UNCLE BEN!







THE WAREHOUSE IS AT THE OTHER SIDE OF TOWN... BUT I'LL BE THERE IN **NO TIME!**



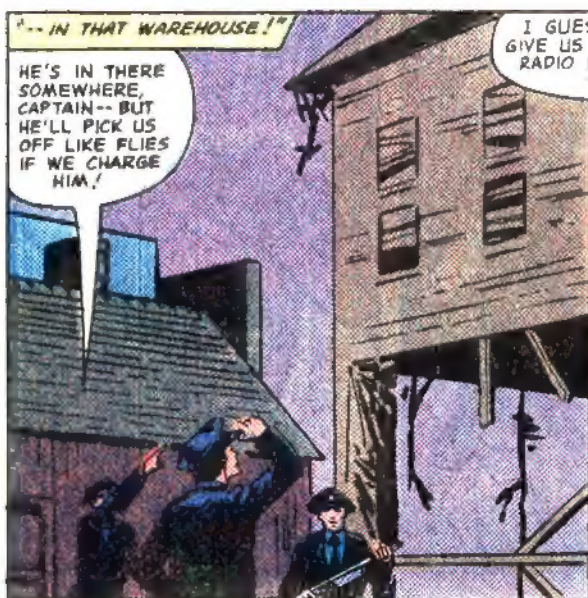
BOUNGING, LEAPING, AND SWINGING OVER THE CITY STREETS, THE AMAZING SPIDER-MAN COVERED MILES IN MERE SECONDS. HE WAS OBLIVIOUS TO EVERYTHING BUT HIS DESTINATION AND HIS THOUGHTS...



UNCLE BEN WAS LIKE A FATHER TO ME... MAYBE EVEN MORE THAN A FATHER! HE AND AUNT MAY WERE THE ONLY FAMILY I HAD IN THE WORLD!



AND NOW... HE'S DEAD! DEAD-- BECAUSE OF THE KILLER WHO'S HOLED UP--



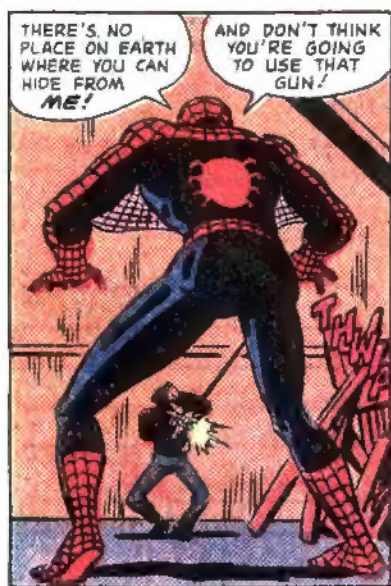
"-- IN THAT WAREHOUSE!"

HE'S IN THERE SOMEWHERE, CAPTAIN-- BUT HE'LL PICK US OFF LIKE FLIES IF WE CHARGE HIM!

I GUESS THAT DOESN'T GIVE US MUCH CHOICE! O'BRIEN, RADIO FOR THE S.W.A.T. TEAM!



THAT'S ODD! I COULDN'T SWORN I JUST SAW SOMETHING SWING PAST THE MOON!

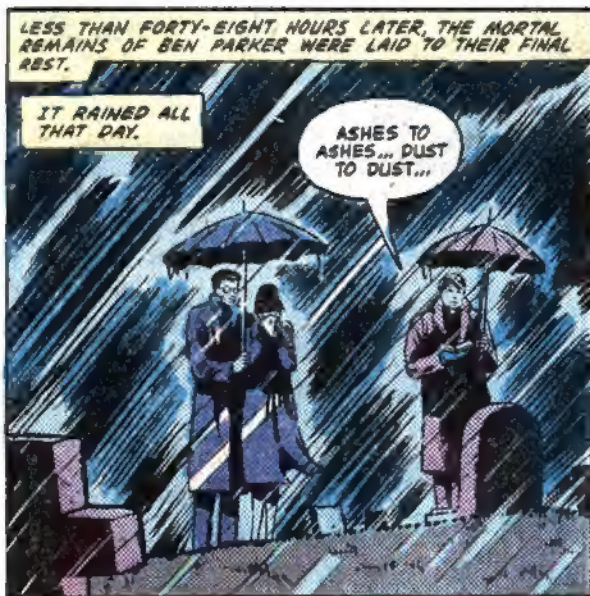




LESS THAN FORTY-EIGHT HOURS LATER, THE MORTAL REMAINS OF BEN PARKER WERE LAID TO THEIR FINAL REST.

IT RAINED ALL THAT DAY.

ASHES TO ASHES... DUST TO DUST...

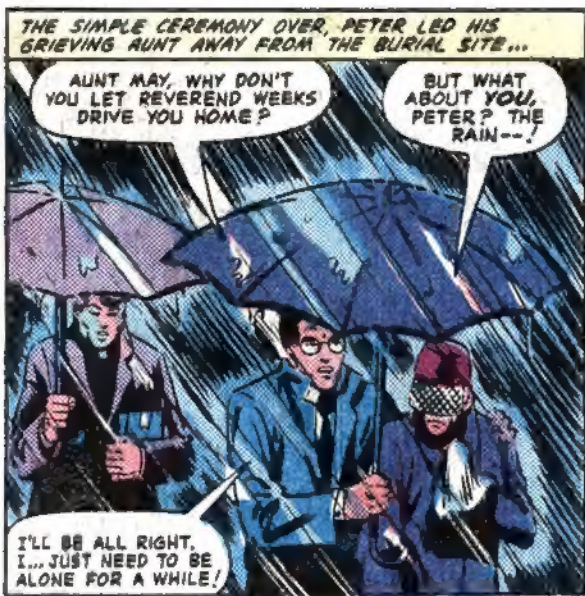


THE SIMPLE CEREMONY OVER, PETER LED HIS GRIEVING AUNT AWAY FROM THE BURIAL SITE...

AUNT MAY, WHY DON'T YOU LET REVEREND WEEKS DRIVE YOU HOME?

BUT WHAT ABOUT YOU, PETER? THE RAIN--!

I'LL BE ALL RIGHT. I... JUST NEED TO BE ALONE FOR A WHILE!



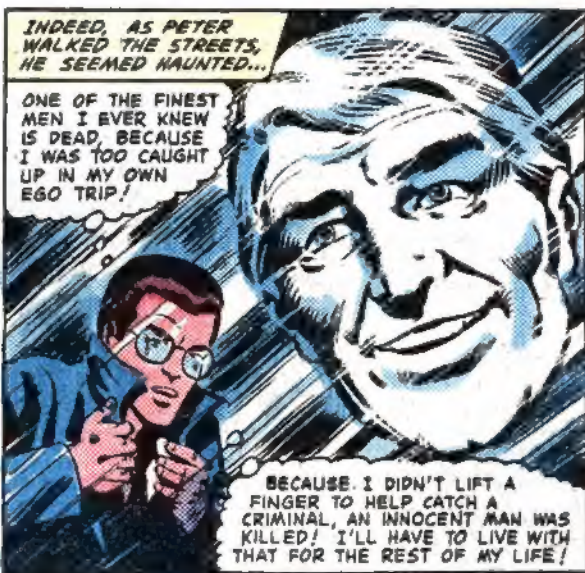
THE POOR BOY! I DO BELIEVE THAT HE'S TAKING BEN'S DEATH HARDER THAN I AM! IT'S ALMOST AS IF HE BLAMES HIMSELF!



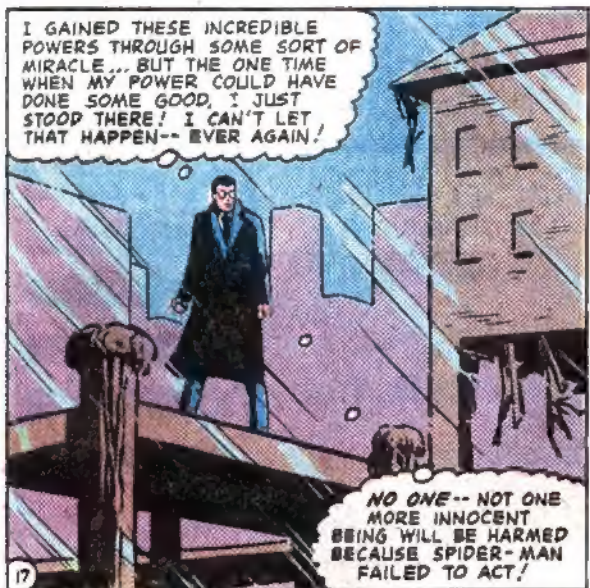
INDEED, AS PETER WALKED THE STREETS, HE SEEMED HAUNTED...

ONE OF THE FINEST MEN I EVER KNEW IS DEAD, BECAUSE I WAS TOO CAUGHT UP IN MY OWN EGO TRIP!

BECAUSE I DIDN'T LIFT A FINGER TO HELP CATCH A CRIMINAL, AN INNOCENT MAN WAS KILLED! I'LL HAVE TO LIVE WITH THAT FOR THE REST OF MY LIFE!



I GAINED THESE INCREDIBLE POWERS THROUGH SOME SORT OF MIRACLE... BUT THE ONE TIME WHEN MY POWER COULD HAVE DONE SOME GOOD, I JUST STOOD THERE! I CAN'T LET THAT HAPPEN-- EVER AGAIN!



NO ONE-- NOT ONE MORE INNOCENT BEING WILL BE HARMED BECAUSE SPIDER-MAN FAILED TO ACT!

AND AS THE RAIN STOPPED, A SOLEMN YOUNG MAN STARED OFF INTO THE GROWING DARKNESS-- AWARE, AT LAST, THAT WITH GREAT POWER, THERE MUST ALSO COME GREAT RESPONSIBILITY!

